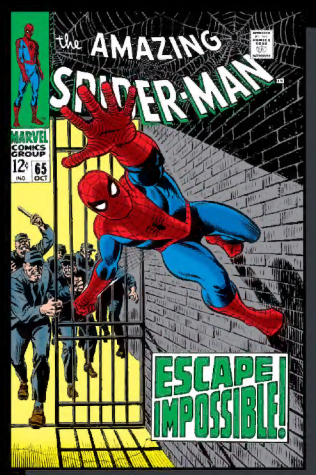
MARVEL MASTERWORKS®

BY STAN LEE & JOHN ROMITA

MARVEL

VOL 7



THE MARVEL MASTERWORKS PROUDLY PRESENT THE WORLD'S MOST FAMOUS COMICS AND SUPER HEROES FROM THEIR VERY BEGINNINGS IN A SERIES OF PAINSTAKINGLY RESTORED ARCHIVAL VOLUMES.

COLLECTING *THE AMAZING SPIDER-MAN* #62-67, *ANNUAL* #5 & *THE SPECTACULAR SPIDER-MAN* #1-2

MARVEL

THE AMAZING SPIDER-MAN®

MARVEL MASTERWORKS®

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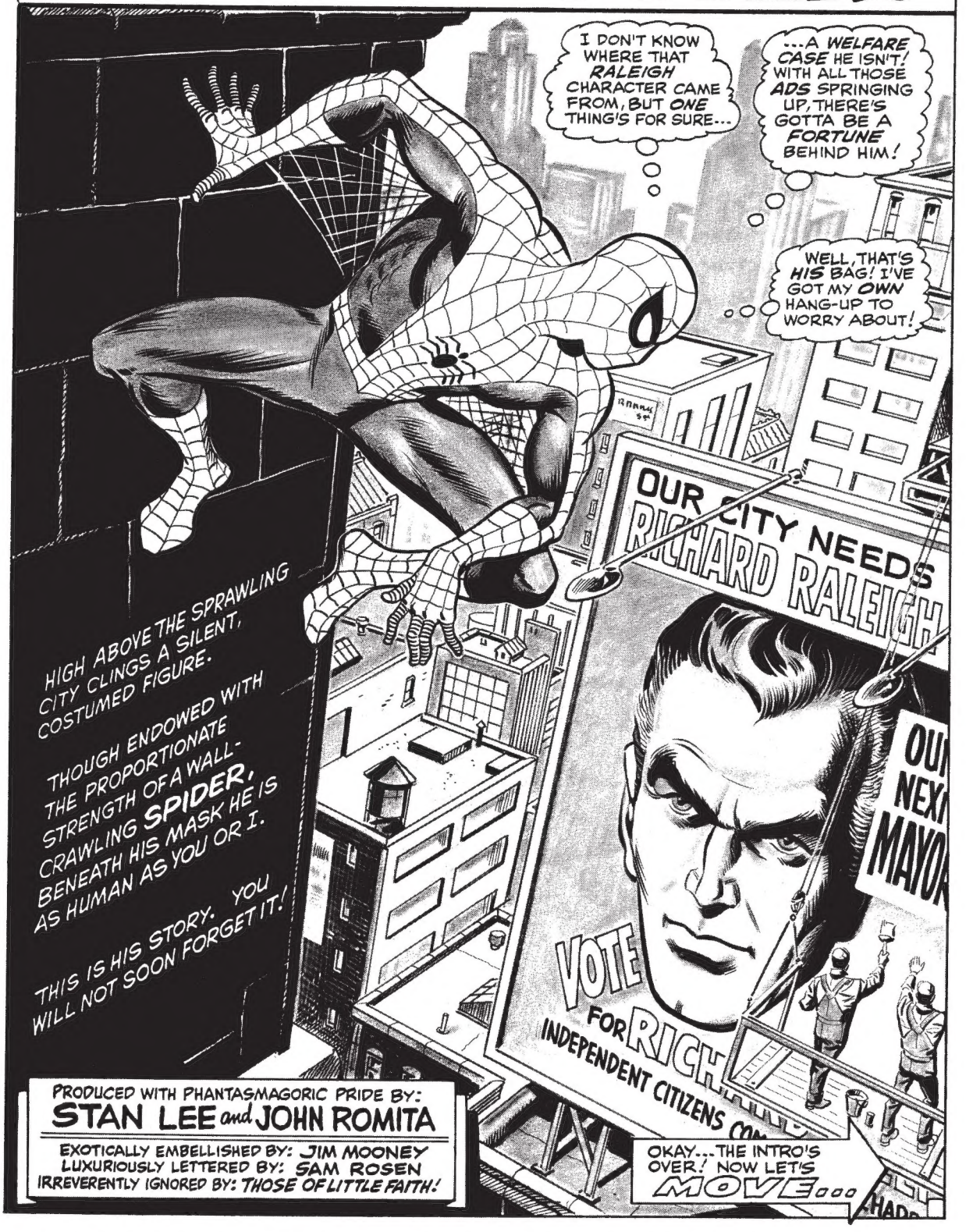
VOL 7

THE SPECTACULAR SPIDER-MAN
TM
35c
40¢ IN CAN.
JULY
"LO, THIS MONSTER!"
A BOOK-LENGTH SUPER-SPIDEY SPECTACULAR!

"LO, THIS MONSTER!"


I DON'T KNOW WHERE THAT RALEIGH CHARACTER CAME FROM, BUT ONE THING'S FOR SURE...
...A WELFARE CASE HE ISN'T! WITH ALL THOSE ADS SPRINGING UP, THERE'S GOTTA BE A FORTUNE BEHIND HIM!
WELL, THAT'S HIS BAG! I'VE GOT MY OWN HANG-UP TO WORRY ABOUT!
OUR CITY NEEDS RICHARD RALEIGH
VOTE FOR RICH
INDEPENDENT CITIZENS
OKAY... THE INTRO'S OVER! NOW LET'S MOVE...
HIGH ABOVE THE SPRAWLING CITY CLINGS A SILENT, COSTUMED FIGURE.
THOUGH ENDOWED WITH THE PROPORTIONATE STRENGTH OF A WALL-CRAWLING SPIDER, BENEATH HIS MASK HE IS AS HUMAN AS YOU OR I.
THIS IS HIS STORY. YOU WILL NOT SOON FORGET IT!

PRODUCED WITH PHANTASMAGORIC PRIDE BY:
STAN LEE and **JOHN ROMITA**

EXOTICALLY EMBELLISHED BY: JIM MOONEY
LUXURIOUSLY LETTERED BY: SAM ROSEN
IRREVERENTLY IGNORED BY: THOSE OF LITTLE FAITH!

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I WONDER WHY MY SPIDER SENSE IS SUDDENLY TINGLING?
IT ONLY HAPPENS WHEN DANGER IS NEAR.
AND THE ONLY DANGER I CAN THINK OF NOW IS... DYING OF BOREDOM.
HEY, LOOK... OVER THERE...
ISN'T THAT SPIDER-MAN?
MAYOR
WELL, IT SURE AIN'T EVERETT DIRKSEN!
THEY DON'T KNOW WHETHER TO WAVE... OR RUN FOR THE HILLS...
OUR CITY NEEDS
RICHARD
THANKS TO THOSE CRUMMY EDITORIALS THE DAILY BUGLE IS ALWAYS PRINTING AGAINST ME!
JAMESON'S PAPER HAS THE PUBLIC CONVINCED THAT I'M A CROSS BETWEEN JACK THE RIPPER AND... HEY!
WHAT'S THAT?
SKRAKKK
LOOK OUT!

BEAT IT, YOU PUNKS!
NOBODY PUTS UP POSTERS FOR RALEIGH WHILE I'M AROUND!
RALEIGH
OUR NEXT MAYOR
IT ISN'T POSSIBLE!
HE'S OVER TEN FEET TALL!
HE MUST BE SOME KIND OF ROBOT, OR...
NO! HE'S ALIVE! THERE ISN'T ANY DOUBT!
INDEPENDENT CITIZENS
THE CABLE SNAPPED! WE'RE GONNA FALL...
HELP!

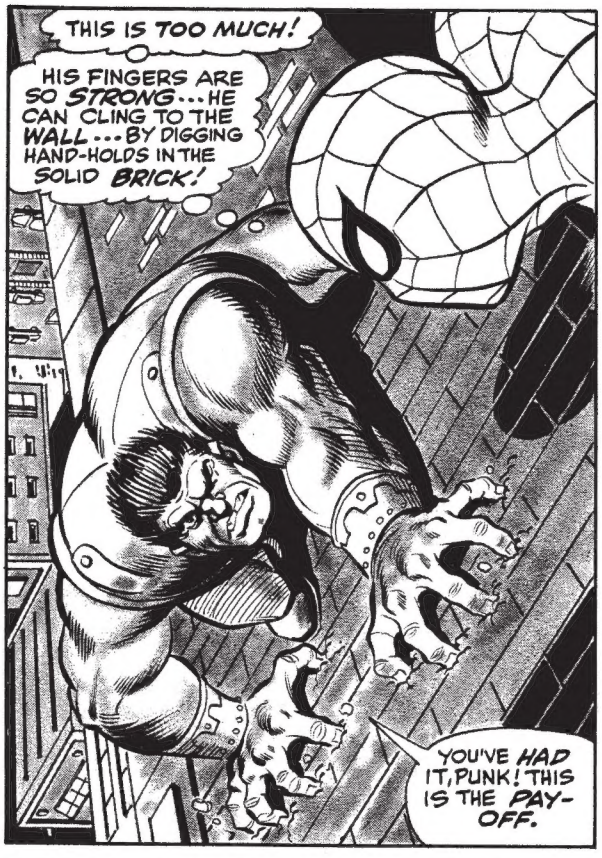
EASY, GUYS. I'LL GET YOU.
H-HURRY! HURRY!
WHO'S THAT... HOLDIN' 'EM UP?

SPIDER-MAN! TRYIN' TO SPOIL MY PARTY, HUH?
WELL, WELL... SO YOU KNOW ME, DO YOU?
I'M REAL FLATTERED.
THE WALL-CRAWLER MUST BE NUTS...
HE'S GONNA TACKLE THAT TWO-TON KILLER!
YEAH... BUT WHAT ABOUT US?

UNFORTUNATELY, OUR HAPLESS HERO FINDS PRECIOUS LITTLE TIME TO WORRY ABOUT THE TWO PAINTERS HE HAS JUST RESCUED, FOR, SECONDS LATER...
I'LL FINISH YOU OFF REAL FAST.
NOT IF I CAN HELP IT.
THOOM
OH, BRO-THER!
I BELTED HIM WITH MY STRONGEST TWO-LEGGED SMASH...
AND HE SHRUGS IT OFF LIKE A SLAP FROM WOODY ALLEN!
WHAT AM I UP AGAINST, ANYWAY?
FTOK
YOU WON'T ESCAPE ME NOW...
I'VE GOTTA BE DREAMING!
NO ONE THAT BIG CAN BE SO FAST!
HAH! I GOT YOU!
SPIDER-MAN, HUH? BIG DEAL!
I COULD HANDLE A DOZEN LIKE YOU...WITHOUT TRYIN'.
YOU SURE PROVE YOUR POINT THE HARD WAY.

I HATE TO USE ALL THIS EXPENSIVE WEBBING AT ONE TIME...
BUT IT'S BETTER THAN BEING AN INKSPOT ON THE PAVEMENT BELOW!
THWIP!
THWIP!
WOW! TALK ABOUT A PHOTO FINISH!
LOOK, CHARLIE... IF WE HAVE TO FIGHT, HOW ABOUT TELLING A FELLA WHY?
WHEN I MEET A JOKER AS BIG AS YOU...
I'D JUST AS SOON BE FRIENDS!
YOU'RE NOT TALKIN' YOUR WAY OUTTA THIS, MASKED MAN.
I'LL CRUSH YOU LIKE A FLEA.

I GET THE FEELING YOU'RE TRYIN' TO TELL ME SOMETHING!
I GOT ALL THE TIME IN THE WORLD.
MISSED ME BY A MILE! BUT, THE CROWDS BELOW... IF THAT HITS THEM---!
YOU'RE NOT GOIN' ANYWHERE.
HE CAN SAY THAT AGAIN.
I'VE GOT TO STAY HERE... TILL I GET THAT TWISTED STEEL SAFELY TO THE GROUND.
EASY, SPIDEY... EEEEESY---
UHH! MY WEBBING COULDN'T STAND THE STRAIN.
BUT, AT LEAST IT HELD LONG ENOUGH FOR THE STREET TO BE CLEARED BELOW.
SPTANG!
SORRY, BIG MAN.
NOW THAT I KNOW HOW FAST YOU ARE, YOU DON'T CATCH ME TWICE LIKE THAT.
ZAK!


THIS IS TOO MUCH!
HIS FINGERS ARE SO STRONG... HE CAN CLING TO THE WALL... BY DIGGING HAND-HOLDS IN THE SOLID BRICK!
YOU'VE HAD IT, PUNK! THIS IS THE PAY-OFF.

DON'T BET ON IT, BUTTER-BALL!
US FRIENDLY NEIGHBOR-HOOD SPIDER-MEN ARE A HARDY BREED.
CLOSER... THAT'S IT. COME JUST A LITTLE CLOSER...

HEY, CHUCKLES... LOOK WHO'S FALLING NOW.
THOK!

NUTS! THAT PRO-TRUDING LEDGE BELOW BROKE HIS FALL.
WHEN HE GETS UP, HE'LL BE DEADLIER THAN EVER!
IF ONLY I KNEW WHO HE IS...
OR WHAT HE'S AFTER.
FOOM!

IT DOESN'T MAKE SENSE!
A BLOOD-THIRSTY GIANT, MORE MONSTER THAN MAN, APPEARS OUT OF NOWHERE, AND THEN... WAIT!
SCREAMS! ---FROM WHERE I LEFT THE PAINTERS--- ON THE SCAFFOLD...
SOMETHING HAPPENED! THEY'RE IN DANGER AGAIN!
CAN'T... HOLD ON... ANY LONGER...
NO! NO! YOU'VE GOT TO! WE..CAN'T FALL... NOW!
I DIDN'T WANNA MAKE A LIFE'S WORK OUT OF SAVING YOU GUYS...
BUT THAT'S THE WAY THE SCAFFOLD CRUMBLES.
YOU DID IT! YOU CAUGHT US!
IF NOT FOR YOU... WE'D HAVE... BEEN KILLED!
OKAY, OKAY. I'LL SEND YOU A FAN CLUB APPLICATION...
BUT QUIT CHOKING ME.
I WAS SURE..WE WERE BOTH... GONERS!
BUT WAIT... WHAT ABOUT THE MAN MONSTER?

THE MAN MONSTER, EH?
I WAS HOPING YOU WOULDN'T ASK!
WELL, I GUESS IT'LL TAKE MORE THAN WISHING TO GET RID OF HIM.
SO HERE WE GO AGAIN...
GOOD LUCK, FELLA.
ENOUGH WITH THE SMALL TALK, PAL!
I'M GETTIN' OUT OF HERE.
HOW ABOUT THAT? HE'S GONE!
AND, THOUGH IT MAY NOT BE IN THE BEST TRADITION OF SPIDERDOM...
I CAN'T SAY I'M SORRY.
BUT, I'VE A HUNCH WE'RE BOUND TO TANGLE AGAIN, SOONER OR LATER...
SO I MIGHT AS WELL TRY TO PICK UP HIS TRAIL NOW... AND GET IT OVER WITH.
AFTER ALL, A JOKER WITH ANTI-SOCIAL TENDENCIES LIKE HIS NEEDS A GOOD TALKING TO...AT LEAST.
THOUGH, IF I HAD ANY SENSE, I'D DO IT OVER THE PHONE.
≡ UH OH! ≡ LOOKS LIKE I'LL HAVE TO POSTPONE MY DERRING-DO AFTER ALL.
I'M DOWN TO MY LAST WEB CARTRIDGE.
IT WOULD BE LIKE FACING BONNIE AND CLYDE WITH AN EMPTY GUN.

I'D SURE LIKE TO KNOW WHO HE IS, THOUGH... AND WHY HE PULVERIZED THAT BILLBOARD OF RALEIGH'S.
BUT I'D BETTER GO FETCH MY CLOTHES NOW, BEFORE SOMEONE FINDS THEM.
ONE OF THESE DAYS I'LL PROBABLY FIND A BIRD'S NEST IN HERE.
BOY, THE THINGS A GUY HAS TO DO TO KEEP UP HIS SECRET IDENTITY SHTICK.
TOO BAD I DIDN'T HAVE TIME TO SET UP MY AUTOMATIC CAMERA.
THE BUGLE WOULD PROBABLY PAY A BUNDLE FOR SOME PIX OF THAT DOUBLE-SIZED DROPOUT FROM A HORROR MOVIE.
SAY, COME TO THINK OF IT... JAMESON STILL OWES ME SOME DOUGH FOR THE LAST BATCH OF PRINTS I SOLD HIM.
AND MRS. PARKER'S FAVORITE NEPHEW CAN SURE USE THE BREAD.
SO I'LL JUST PAY A LITTLE VISIT TO JOLLY JONAH ON THE WAY HOME.
HOPE I CAN STILL CATCH HIM IN.
LOOK, MAN... THERE'S PETEY-O!
HEY, SLOW DOWN, ROOMMATE. WE'VE BEEN LOOKING FOR YOU.
THEN YOU HIT THE JACKPOT, KIDS. 'TIS MESELF YOU'RE SEEING.
WHAT'S UP, GROUP?
YOU GIVE IT TO HIM, MARY JANE.
IT'LL BE MORE MEANINGFUL THAT WAY.
YOU LOOK NAKED WITHOUT A RALEIGH ROOTER BUTTON, DAD.
HERE... LIVE A LITTLE.
ADMIT, IT, PETE... THE GAL'S ALL HEART.
WITH YOU IN HIS CORNER, WHY BOTHER WITH THE ELECTION?

BE SURE TO WHOOP IT UP FOR HIM, SON. HE'S GOT THE DREAMIEST SMILE.
HE'S ALSO GOT A MURDEROUS MAN-MONSTER WHO'S NOT EXACTLY HIS BIGGEST FAN!
ROOT FOR RALEIGH
WHICH REMINDS ME---
HAVE TO RUN, NOW, MJ. I CAN'T WAIT TO GET HOME AND POLISH MY BUTTON.
STOUT FELLOW.
CAN WE GIVE YOU A LIFT, PETE?
NO THANKS, HARR---
I'VE GOTTA STOP AT THE BUGLE ON THE WAY.
I ALMOST FORGOT. THERE'S A BIG RALEIGH DANCE-IN AT THE HALL TOMORROW NIGHT.
GRAB YOURSELF A GAL AND BE THERE, TIGER.
WILL DO, MJ.
I'LL SEE IF GWEN IS FREE LATER ON.
STILL STUCK WITH GWENDOLYNE, EH?
WELL, YOU CAN'T WIN 'EM ALL.
MINUTES LATER---
RALEIGH IS THE BEST THING THAT'S HAPPENED TO POLITICS IN YEARS.
MORE FEMALES THAN EVER ARE BUYING THE BUGLE SINCE I THREW HIM OUR SUPPORT.
WHAT IS IT, MISS BRANT?
PETER PARKER IS HERE TO SEE YOU, MR. JAMESON.
IF HE WANTS TO SEE ME, GIVE HIM A SNAPSHOT.
THE PEST HEARD THAT, MISTER.
TELL HIM I'M TOO BUSY... UNLESS THE PEST HAS SOME FRESH NEWS PHOTOS FOR ME.
PETER.. YOU SHOULDN'T HAVE...
RINNGGG
DON'T YOU EVER KNOCK FIRST?
JUST TELL ME ONE THING...
WHERE'S THE MONEY YOU OWE ME FOR THE LAST BATCH OF SHOTS I SOLD YOU?
C'MON... YOU'RE NOT IMPRESSING ME WITH THAT CORNY PHONE CALL ROUTINE.
WHAT'S THAT? SOME NUTTY GIANT JUST WRECKED A ROOFTOP RALEIGH BILL-BOARD... SINGLE-HANDED?
YOU BET I WANT MORE DETAILS.

MISS BRANT! SEND ROBERTSON IN HERE... ON THE DOUBLE.
SOME OVERGROWN CRACKPOT HAS A GRUDGE AGAINST RALEIGH.
AND THAT MEANS NEWS!
BEFORE YOU YELL "STOP THE PRESSES"... WHERE'S MY DOUGH?
I KNOW IT WOULD BREAK YOUR TENDER LITTLE HEART IF I LEFT WITHOUT IT.

AWRIGHT! AWRIGHT! PICK UP A CHECK AT THE CASHIER.
AND DON'T COME BACK WITHOUT SOME PICTURES OF THAT NUTTY GIANT!
BETTER HIGHTAIL IT, SON, BEFORE HE BLOWS A GASKET.
WHERE IN BLAZES IS ROBERTSON?
RIGHT HERE, JJ.

IT LOOKS LIKE THE UNDERWORLD IS OUT TO SMASH RALEIGH!
FIRST THREATS, THEN BOMB SCARES, AND NOW BILLBOARD SMASHING!
I WANT THE WHOLE STORY.
OUR BEST MEN ARE ON IT ALREADY, JJ.
I'VE GOT TO LEARN MORE ABOUT RALEIGH.
IF JOLLY JONAH'S IN HIS CORNER, HE CAN'T BE ALL GOOD.

AREN'T YOU GOING TO STAY AND HEAR RALEIGH'S SPEECH, PETER?
I'LL CATCH IT LATER, BETTY.
I WANNA GET MY CHECK CASHED BEFORE JONAH COMES TO HIS SENSES.
BESIDES, YOU HEAR ONE CAMPAIGN SPEECH... YOU'VE HEARD 'EM ALL.
BUT RALEIGH'S DIFFERENT. HE'S HONEST.
AND THAT'S AS DIFFERENT AS YOU CAN GET.

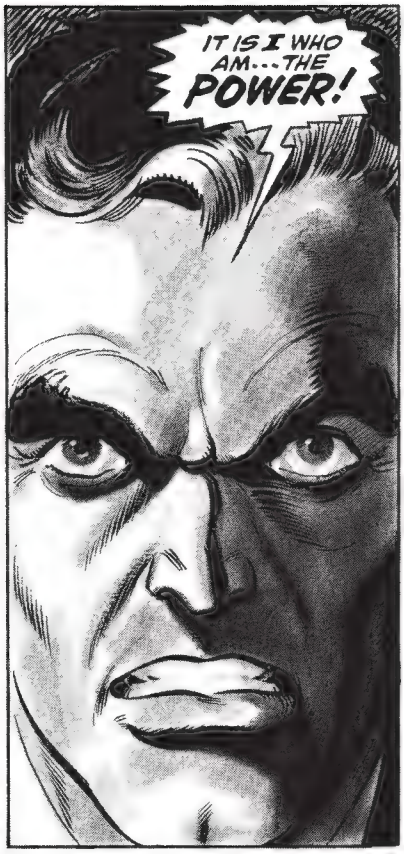
SAY... RALEIGH LOOKS PRETTY MAD.
HE JUST HEARD ABOUT HIS BILLBOARD BEING WRECKED.
SHHHH... LET'S HEAR WHAT HE SAYS...

THE UNDERWORLD HAS JUST DECLARED WAR...
WAR ON LAW AND ORDER...
WAR ON YOU... AND ON ME.
AND WE MUST FACE THIS CHALLENGE... TOGETHER.

WILL WE STAND IDLY BY WHILE THE CRIME RATE RISES?
I SAY NO!
WILL WE SURRENDER THIS FAIR CITY TO THOSE WHO WOULD DESTROY US?
I SAY NO!
WE WILL NOT BOW TO THREATS... WE WILL NOT BOW TO FEAR...
WE WILL BATTLE THE FORCES OF EVIL... AND WE SHALL WIN!
LET THE CRIME LORDS TAKE HEED... THE MORE THEY ATTACK ME... THE HARDER I SHALL FIGHT.
I WILL NEVER BETRAY THE TRUST YOU HAVE GIVEN ME.
I WILL ALWAYS BE.. YOUR SERVANT!
GREAT SPEECH, RR, GREAT SPEECH.
BUT AREN'T YOU LAYING IT ON TOO THICK?
YOU STICK TO WARD-HEELING, LITTLE MAN.
THEY CAN'T ALL BE IDIOTS OUT THERE.
I'LL DO THE THINKING HERE.
NOW WAIT A MINUTE, RALEIGH. YOU'RE NOT SO BIG THAT YOU CAN TALK TO ME THAT WAY.
I HAVEN'T, EH?
YOU HAVEN'T BEEN ELECTED YET.
YOU BRAINLESS, BUMBLING BANTAMWEIGHT...
YOU'RE AS BLIND AS ALL THE OTHERS.
I'VE GOT THE WHOLE CITY EATING OUT OF MY HAND RIGHT NOW.
I'LL BE ELECTED BY THE BIGGEST PLURALITY IN HISTORY...
AND THAT'S ONLY THE BEGINNING.
BEFORE I'M DONE, I'LL BE THE MOST POWERFUL MAN IN THE STATE... THE ENTIRE NATION...
BY THE TIME THE FOOL PUBLIC WAKES UP... IT'LL BE TOO LATE!

AND YOU EXPECT ME TO WORRY ABOUT YOUR WORTHLESS FEELINGS?

TO ME, YOU'RE JUST ANOTHER SHEEP... LIKE ALL THE UN-THINKING MASSES.
ONE DAY, ALL WHO LIVE WILL BE MY SLAVES. NOTHING CAN CHANGE THAT.
YOU... YOU'RE MAD...
ON THE CONTRARY, YOU FOOL. I AM THE ONLY SANE ONE.
IT IS I WHO HAVE THE PLAN...


IT IS I WHO AM... THE POWER!

OKAY, LITERATURE LOVER... NOW THAT YOU'VE STRUGGLED THRU ONE OF THE LONGEST INTRODUCTIONS ON RECORD, WHAT SAY WE REJOIN OUR FRIENDLY NEIGHBORHOOD WEB-SLINGER THE NEXT EVENING AS HE FROLICS AND GAMBOLS AMONGST THE STATELY SPIRES OF FUN CITY...
JUST BECAUSE I'M ON MY WAY TO PICK UP GORGEOUS GWENDOLYNE...
THERE'S NO REASON NOT TO KEEP SEARCHING FOR THE MAN MONSTER WHILE I'M AT IT!
BESIDES, THIS IS A LOT CHEAPER THAN TAKING A CAB.

I CAN'T GET THAT OVERGROWN GARGOYLE OUT OF MY MIND.
HE'S NOT THE KIND OF PLAYMATE YOU RUN INTO ON EVERY STREET CORNER.

BUT WHERE IN BLAZES CAN HE BE *HIDING*?
IT'S KINDA HARD TO SWEEP A GUY THAT SIZE UNDER THE *RUG*.
WELL, I'LL WORRY ABOUT HIM SOME OTHER TIME!
WITH A CHICK LIKE *GWENDY* WAITING FOR ME, I'D HAVE TO BE A FULL-TIME *NUT* TO KEEP SEARCHING FOR A SPARRING PARTNER INSTEAD.
ANYHOW, THE WAY MY LUCK *USUALLY* RUNS...
...HE'LL COME SKIPPING ON THE SCENE JUST WHEN I LEAST EXPECT HIM.
THERE'S A NICE SHADOWY SPOT, RIGHT NEAR GWEN'S PAD.
SO I MIGHT AS WELL MAKE LIKE "PETER PARKER, BOY FASHION PLATE" AGAIN.
TOO BAD THERE'S NO *PHONE BOOTH* HANDY...
BUT IT'S JUST ONE OF THOSE DAYS.

IT WAS A LUCKY DAY FOR A WEB-HEAD LIKE ME WHEN THEY INVENTED PERMANENT PRESS CLOTHES.
OTHERWISE, THE WAY I HAVE TO ROLL THINGS UP, I'D BE THE SLOPPIEST SUPERHERO IN TOWN.
HEY, THIS MUST BE THE WRONG HOUSE.
I WASN'T EXPECTING A FAIRY PRINCESS.
AND I WASN'T EXPECTING SUCH A HOKEY LINE.
...BUT I LOVE IT.
SHE WALKS. SHE TALKS.
SHE'S SUPER-GWEN.
COME ON IN, YOU IDIOT.
HI, MR. STACY!
I PROMISE TO HAVE GWENDY BACK BEFORE SHE TURNS INTO A PUMPKIN.
IF I LOSE MY SLIPPER... WATCH OUT.
THANK YOU, SON.
HE'S A NICE BOY, THAT PARKER.
ALTHOUGH I THOUGHT GWEN WOULD PREFER THE MORE RUGGED TYPE.
HMMM... RALEIGH IS SPENDING A FORTUNE FOR TV TIME.
I WONDER WHERE THE MONEY COMES FROM?
THEN, A FEW FROLICSOME MOMENTS LATER...
HI, MJ. IF YOU'RE AN USHERETTE, RALEIGH IS AS GOOD AS ELECTED.
SEAT US WHERE WE CAN'T HEAR THE SPEECHES, AND WE'LL BE FRIENDS FOR LIFE.
SORRY, SWEETIE. IF YOU WANT TO DANCE LATER...
YOU'VE GOT TO SUFFER LIKE THE REST OF US.
RALEIGH

I JUST ADORE THAT DRESS YOU'RE WEARING, GWEN.
AND FOR ALL WE KNOW, IT MAY COME BACK INTO STYLE SOME DAY.
LOOKS LIKE WE'RE IN LUCK. THEY'RE WRAPPING UP THE ORATORY NOW.
AND WOULDN'T YOU JUST KNOW WHO THE LAST SPEAKER WOULD BE---?
PULL IN YOUR CLAWS, DEAR...
LET'S WAIT FOR THE BELL.

--AND, IN CONCLUSION, I WOULD LIKE TO SAY...
YOU OLD HAMBONE, YOU'VE BEEN CONCLUDING FOR THE PAST HALF HOUR.
HERE COMES THE BAND, JAMESON.
EITHER SAY GOOD-NIGHT, OR GRAB A HORN.

FINALLY, EVEN THE INDEFATIGABLE JONAH JAMESON RUNS OUT OF STEAM, AND THEN...
NOW THIS IS THE KIND OF POLITICKING I LIKE.
WHAT THIS COUNTRY NEEDS IS MORE ELECTIONS.

WHAT'S THAT? ALL OF A SUDDEN, MY SPIDER SENSE IS TINGLING LIKE MAD.
THERE'S SOME HIDDEN DANGER NEARBY...
...BUT WHERE?

THAT FIXTURE ABOVE US--- THAT'S WHERE IT IS.
THE ENTIRE PLASTIC COMPOSITION IS BEGINNING TO CRACK!
BUT, IF I SOUND AN ALARM, IT COULD CAUSE A PANIC---
THE VIBRATION OF RUNNING FEET MIGHT MAKE IT COLLAPSE SOONER THAN EVER.
ONLY SPIDER-MAN CAN HELP... BY WEBBING IT UP BEFORE IT FALLS!
GWEN--- QUICK--- BACK TO THE TABLE!
HURRY! THERE ISN'T ANY TIME TO LOSE.
PETER--- WHAT IS IT?
WAIT! YOU'VE GOT TO TELL ME WHAT'S WRONG.
TRUST ME, HONEY. DON'T ASK QUESTIONS.
I JUST--- REMEMBERED SOMETHING--- SOMETHING IMPORTANT.
I HAVE TO TAKE CARE OF IT--- NOW. I'LL BE RIGHT BACK.
HAVEN'T TIME TO SWITCH CLOTHES. THAT FIXTURE MAY FALL AT ANY SECOND.
ONLY ONE THING TO DO---
IF I CAN MOVE FAST ENOUGH.
SIT TIGHT, GWEN. DON'T WORRY.
THE ONLY WAY TO REACH THE CEILING WITHOUT BEING SEEN IS BY DOUSING THE LIGHTS.
RIPPING OUT THIS POWER PANEL SHOULD DO THE TRICK!
OKAY, SPIDEY--- MOVE--- BEFORE THE LIGHTS GO ON AGAIN!

EVERYONE'S MILLING AROUND DOWN THERE... BUT THERE'S NO PANIC... YET.
THEY ALL JUST THINK WE BLEW A FUSE.
≡UH OH!≡ THAT'S WHAT I WAS AFRAID OF-- SOMEONE SEES ME.
LOOK... ON THE WALL...
IT'S A MAN... CLIMBING TO THE CEILING!
AT LEAST THEY CAN'T RECOGNIZE ME IN THE DARKNESS.
ANYWAY, I DON'T DARE STOP NOW... NO MATTER WHAT.
NOBODY CAN MOVE LIKE THAT... EXCEPT SPIDER-MAN.
SOMEONE GET A FLASHLIGHT. HURRY.
IF THEY DIG UP A FLASHLIGHT... THAT'LL BE THE END OF MY SECRET IDENTITY BIT.
BUT I CAN'T WORRY ABOUT THAT... NOT TILL THE FIXTURE IS SECURED.
THIS IS AS FAR AS I GO.
NOW, EVERYTHING DEPENDS UPON MY WEBBING. IT HAS TO BE STRONG ENOUGH TO DO THE TRICK.
WHERE'S THAT BLASTED FLASHLIGHT?
HE COULD BE DOING ANYTHING UP THERE.

THERE- THAT'S THE BEST I CAN DO.
IF THIS DOESN'T HOLD IT... NOTHING WILL.
NOW TO GET DOWN BEFORE...
OH NO! THEY FOUND A LIGHT!
THEY'LL SEE WHO I AM IN A SECOND!
HURRY. HE'S TRYING TO GET AWAY.
WAIT! IF MY WEBBING CAN SAVE THE FIXTURE...
I'LL SPIN IT QUICKLY INTO A SHIELD...
MAYBE IT CAN SAVE MY SECRET, AS WELL.
THERE! JUST ENOUGH TO CONCEAL ME.
IF I CAN JUST MAKE IT TO THE WINDOW, I'LL BE IN THE CLEAR.
HE'S GETTING AWAY. STOP HIM, SOMEBODY.
WE'RE TOO LATE.

HE'S GONE.
BUT, WHAT WAS HE DOING UP THERE?
...AND WHY DID HE HIDE BEHIND THAT SHIELD?
AT LEAST THEY'LL HAVE SOMETHING TO THINK ABOUT.
AND I'VE GOT SOMETHING TO THINK ABOUT, TOO.
...LIKE AN ALIBI FOR GWEN WHEN I GO WALTZING BACK IN THERE.
IT'S A GOOD THING SHE KNOWS I'M A FREE-LANCE NEWS PHOTOG.
HI, KIDS. GLAD THEY FINALLY FIXED THE LIGHTS.
SORRY I HAD TO SKIP OUT, BUT...
SAVE YOUR BREATH, DAD. WE FIGURED IT OUT. YOU CAUGHT A GLIMPSE OF THE WEB-SLINGER AND WANTED AN EXCLUSIVE PHOTO. RIGHT?
DID YOU MANAGE TO GET A PICTURE OF HIM, PETE?
EH, NO... NOT EXACTLY.
IT WAS SPIDER-MAN! HE MIGHT HAVE KILLED US ALL.
NOT THE WAY WE SEE IT, FRIEND.
THE CEILING FIXTURE BROKE LOOSE. IT LOOKS TO US AS IF HE SAVED YOU BY WEBBING IT UP TILL WE COULD GET HERE!
DID YOU HEAR HIM? THAT LAME-BRAINED SMOKE-EATER THINKS SPIDER-MAN WAS TRYING TO HELP US.
BUT THE BUGLE WILL PRINT THE TRUTH. I'LL EXPOSE THE WHOLE THING.
HE TRIED TO KILL EVERYBODY... BY DROPPING THAT FIXTURE. BUT WE MANAGED TO SCARE HIM OFF.
WAIT A MINUTE, PARKER. YOU WERE HERE ALL THE TIME. DID YOU GET ANY PICTURES FOR ME?
COULDN'T, MR. JAMESON. THERE..EH.. WASN'T ENOUGH LIGHT.
RALEIGH
EXCUSES. NOTHING BUT EXCUSES.
NEXT TIME I'LL CARRY MY OWN BLAMED CAMERA.
SURE, SURE... YOU DO THAT, JJ.

THEN, WITH THE FRENZIED FESTIVITIES FINALLY FINISHED...
I WONDER WHAT SPIDER-MAN WAS DOING UP ON THE CEILING, MR. PARKER?
YOU KNOW HOW IT IS, MISS STACY! SOME GUYS WILL FREE-LOAD ANYWHERE.
I WONDER HOW IT WOULD SOUND...?
"MARY JANE RALEIGH!"
KNOW SOMETHING? I LIKE IT. IT'S GOT PIZAZZ!
KEEP CITY CLEAN
HEAVENS! HAS MY LOVER-BOY BETRAYED ME?
UH-OH... NOW WHAT?
HOW ABOUT THAT! WHO DO YOU KNOW WITH DARK, SILKY HAIRS, CASANOVA?
NO, THEY'RE NOT HAIRS. THEY LOOK LIKE... PART OF A SPIDER WEB!
THAT'S ALL I NEEDED.
CHEER UP, PETEY LAD. I WAS ONLY FUNNIN' YOU.
FOR A MOMENT YOU LOOKED AS STARTLED AS SPIDER-MAN MIGHT!
THOSE LITTLE WEB STRANDS FELL ON ALMOST EVERYBODY BACK AT THE DANCE-IN.
HEH HEH! YOU SURE ARE A GREAT LITTLE KIDDER.
I WONDER IF RALEIGH DIGS BRUNETTES?
AND, SINCE THERE ARE A FEW THINGS ABOUT THE REDOUBTABLE MR. RALEIGH THAT WE QUESTION ALSO, LET'S RETURN TO THAT ESTIMABLE, THOUGH ENIGMATIC GENT...
WHAT'S THAT?
SPIDER-MAN PREVENTED THE CEILING FROM CRUMBLING?
YOU BRAINLESS BUNGLERS! THE PLAN WAS PERFECT!
IT WOULD HAVE MADE THE ENTIRE CITY BELIEVE THE UNDERWORLD WAS OUT TO DESTROY RICHARD RALEIGH, THE CRUSADING CANDIDATE!
THAT MASKED INTERLOPER MUST PAY FOR THIS... DO YOU HEAR?

I CANNOT PERMIT SOME DERANGED DO-GOODER TO UPSET MY CAREFULLY CONCEIVED TIME-TABLE!
I'VE GONE TOO FAR FOR ANY-THING TO STOP ME NOW.
THERE'S TOO MUCH AT STAKE. THE PRIZE IS TOO GREAT.
EVERYTHING DEPENDS UPON THE NEXT FEW DAYS.
UPON THE GULLIBLE VOTERS BELIEVING THAT THE UNDERWORLD IS TRYING TO SILENCE ME.
AND HERE, HIDDEN FROM THE PRYING EYES OF THE SHEEP-LIKE PUBLIC...
HERE IS WHERE THE ULTIMATE VICTORY WILL BE WON.
THAXTON! ARE YOU DOWN THERE, YOU CRINGING MILKSOP?
THIS IS RALEIGH. I WANT TO SEE HOW THE PROJECT IS PROGRESSING.
WE CANNOT AFFORD A SECOND FAILURE... DO YOU HEAR?
I HAVE BEEN WORKING... NIGHT AND DAY.
YOU KNOW THE PRICE YOU WILL PAY IF ANY-THING GOES WRONG AGAIN.
THEN GIVE ME TIME. I MUST HAVE MORE TIME.
YOUR TIME HAS NEARLY RUN OUT.
IT'S NOW... OR NEVER!

BUT, EVERYTHING WOULD HAVE BEEN PERFECT... IF SPIDER-MAN HAD NOT INTERFERED.
MY GREATEST CREATION PERFORMED EXACTLY AS I PROMISED.
BUT NOW, HE NEEDS NEW ADJUSTMENTS... NEW MODIFICATIONS ...TO ENABLE HIM TO COPE WITH OPPONENTS LIKE SPIDER-MAN!
WHEN I LEARNED OF YOUR EXPERIMENTS IN BIO-CHEMISTRY... THE EXPERIMENTS WHICH CAUSED YOU TO BE SHUNNED BY THE MEDICAL PROFESSION... I KNEW YOU WERE THE ONE I WANTED.
AND, WE HAVE SUCCEEDED. BY ALTERING THE GENES OF A COMMON THUG, WE'VE CREATED A SUPER-POWERFUL MONSTER!
BUT, SO LONG AS HE IS STILL NOT TRULY INVINCIBLE... SO LONG AS SPIDER-MAN CAN DEFEAT HIM... YOU HAVE NOT COMPLETELY FULFILLED YOUR COMMITMENT.

I'VE GIVEN HIM NEW CIRCUITS... NEW STRENGTH...
BUT, CAN HE DEFEAT SPIDER-MAN?
THAT'S ALL THAT MATTERS!
HE MUST BE PERFECT, DO YOU HEAR? PERFECT!
HE'S ONLY THE FIRST.
FOR I HAVE THE BRAINS... THE GUTS... AND SOON, THE POWER... TO RULE THE WORLD!
ONE DAY I'LL HAVE AN ENTIRE ARMY OF SUCH CREATURES!
BUT, FIRST THINGS FIRST.
GIVE ME THE HAND-HELD CONTROL UNIT YOU'VE BEEN WORKING ON. NOW!
YES! YES! HERE.. TAKE IT. TAKE IT.
GOOD. GOOD! NOW, THERE'LL BE NO CHANCE OF HIM FAILING!
FOR I WILL BE CONTROLLING OUR MAN-MADE MONSTER... EVERY MOMENT OF THE DAY.
WAIT! NOT SO QUICKLY. IT CAN STILL BE DANGEROUS.
LET ME EXPLAIN ITS OPERATION. RALEIGH... WAIT!
SHUT UP, YOU SNIVELLING FOOL.
RICHARD RALEIGH IS THRU WITH WAITING. I'M SO HUNGRY FOR MY NEW-FOUND POWER THAT I CAN ALMOST TASTE IT.
ACTIVATE ALL CIRCUITS... NOW!

MORE POWER. GIVE HIM STILL MORE.
HE MUST BE AT MAXIMUM STRENGTH.
ARRGHHHH!
WHAT DO I DO, THAXTON? QUICKLY, MAN... TELL ME.
TOO MUCH! HE'S RUNNING AMOK. I WAS AFRAID OF THIS.
THE NULLIFY BUTTON... TAP IT TWICE... HURRY.
I DID IT. IT'S WORKING. HE'S BEGINING TO SLOW DOWN.
I'LL NEED MORE TIME TO PRACTICE WITH THIS NEW CONTROL UNIT.
MEANWHILE, REMAIN MOTIONLESS, YOU BRAINLESS BEHEMOTH.
RAISE YOUR HAND AGAINST ME AGAIN, AND I'LL DESTROY YOU ON THE SPOT.

JUST A FEW MORE ADJUSTMENTS AND HE'LL BE PERFECT, MR. RALEIGH.
LET US HOPE SO, THAXTON... FOR YOUR SAKE.
AND NOW... I'LL ORDER OUR LITTLE CRIME WAVE TO CONTINUE.

MEANWHILE, PETER PARKER FINDS IT DIFFICULT TO CONCENTRATE UPON MATTERS SCHOLASTIC THE NEXT DAY---
THAT TEN-FOOT NIGHTMARE MAY STILL BE AT LARGE... ANYWHERE IN THE CITY.
PARKER... I HOPE WE'RE NOT BORING YOU.
HEY, PETE. BETTER GET WITH IT, SON!
HE DOESN'T EVEN HEAR YOU, HARRY!

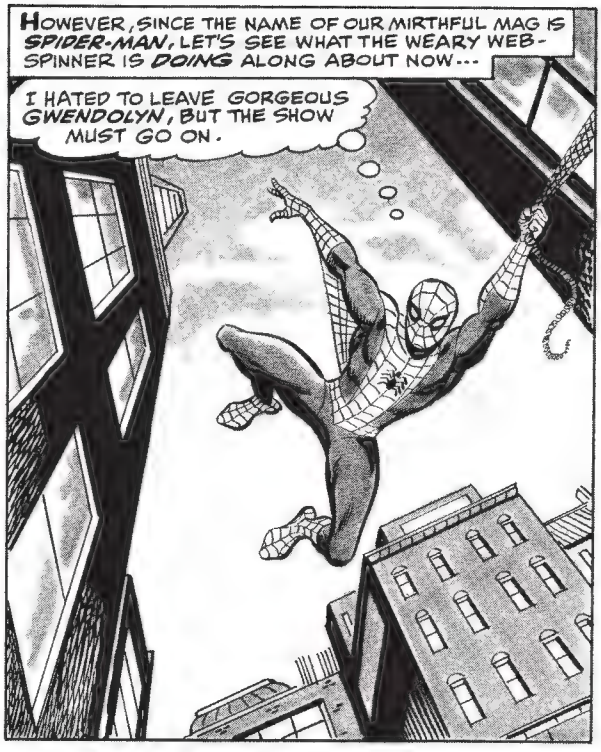
WHAT'S WRONG, PAL O'MINE? YOU'VE BEEN IN A DAZE ALL DAY.
I DON'T KNOW, HARRY, PROBABLY JUST... SPRING FEVER.
IF YOU CAN USE A SOFT SHOULDER AND A SYMPATHETIC EAR...

I SURE CAN, LADY... IF THE EYES AND LIPS GO ALONG WITH THEM.
WELL, YOU MAY BE UNDER THE WEATHER... BUT AT LEAST YOU'RE STILL ALIVE.

BUT, BEFORE WE SEGUE INTO PEYTON PLACE, LET'S SWITCH TO A PRIVATE MIDTOWN MEN'S CLUB, WHERE WE FIND...
HOW ABOUT JOINING OUR COMMITTEE TO RAISE FUNDS FOR RALEIGH'S CAMPAIGN, STACY?
I'LL THINK ABOUT IT, JAMESON.
THINK ABOUT IT? MY NEWSPAPER IS SQUARELY BEHIND THE MAN.
WHAT MORE DO YOU HAVE TO KNOW?
DIDN'T YOU ALSO PREDICT A GOLDWATER LANDSLIDE?

LOOK, JAMESON... WHAT DOES ANYONE REALLY KNOW OF RICHARD RALEIGH?
HE PHOTOGRAPHS WELL, IS AGAINST SIN, AND SUPPORTS MOTHERHOOD AND APPLE PIE.
ARE YOU QUESTIONING MY JUDGEMENT, STACY?
WELL, SINCE YOU NEVER QUESTION IT, PERHAPS SOMEONE SHOULD.

THINK OF THIS, MISTER... IF BOTH SPIDER-MAN AND THE UNDERWORLD ARE AGAINST RALEIGH, HE'S GOT TO BE THE BEST MAN.
MAYBE SO, BUT MY YEARS ON THE POLICE FORCE HAVE MADE ME SUSPICIOUS OF ANYTHING THAT SEEMS TOO PAT.
BAH! YOU SHOULD LEARN TO BE MORE TRUSTING... AND SYMPATHETIC... LIKE ME!


HOWEVER, SINCE THE NAME OF OUR MIRTHFUL MAG IS SPIDER-MAN, LET'S SEE WHAT THE WEARY WEB-SPINNER IS DOING ALONG ABOUT NOW...
I HATED TO LEAVE GORGEOUS GWENDOLYN, BUT THE SHOW MUST GO ON.

I WON'T BE ABLE TO REST TILL I PICK UP THE TRAIL OF THAT MAN-MONSTER ONCE MORE!

UH OH! MY SPIDEY SENSE IS TINGLING AGAIN.
MUST BE SOMETHING WRONG IN THE AREA!

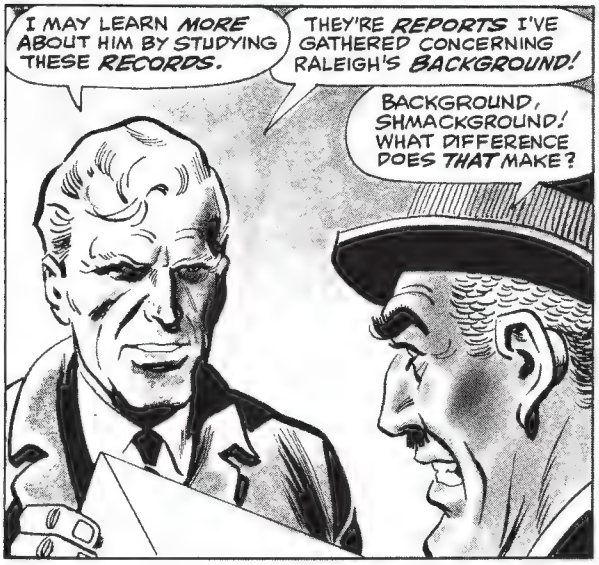
IT'S A STICK-UP!.. ON THAT PENTHOUSE TERRACE BELOW!
SAY, I JUST REMEMBERED SOMETHING...
THAT'S WHERE THE PAPER SAID THEY'RE HOLDING A BIG FUND-RAISING PARTY...
FOR NONE OTHER THAN BIG DADDY RALEIGH.
I'LL JUST SET UP MY CAMERA, AND JOIN THEM FOR FUN'N GAMES.
I'M NOT CARRYING AN INVITATION...
BUT SOMEHOW, I DON'T THINK THEY'LL MIND.
YOU HEARD ME - HAND OVER ALL THE LOOT YOU COLLECTED.
WE AIN'T ABOUT TO LET THAT PUNK RALEIGH GET ELECTED IN THIS TOWN.
DON'T SHOOT! DON'T SHOOT! JUST TAKE WHAT YOU WANT.
BEST OFFER I HAD ALL DAY!
BUT SUDDENLY, A SPINNING WEB DROPPETH AS THE GENTLE RAIN FROM HEAVEN UPON THE PLACE BENEATH...
IT'S SPIDER-MAN!
GET 'IM!

HEY, WYATT EARP, WHERE DID YOU PRACTICE YOUR MARKSMANSHIP... IN THE PENNY ARCADE?
HERE I AM SEARCHING FOR AN OVERSIZED BATTERING RAM, AND I FIND THREE TRIGGER-HAPPY HOODS.
OH, WELL, IT'S THE STORY OF MY LIFE.
KRAK!
HERE, CHARLIE... I'LL MAKE IT EASY FOR YOU...
YOU CAN PROBABLY DO BETTER WITH YOUR EYES SHUT.
GIVE IT TO THEM, SPIDER-MAN.
OH, IF YOU COULD ONLY VOTE.
ZAP!
YOU LOOK TIRED, LITTLE FELLA--- SO NITEY NIGHT.
YOU CAN DREAM ABOUT HOW LUCKY YOU ARE THAT I ONLY TAPPED YOU.
THAP!
NOW AREN'T YOU TWO ASHAMED OF YOURSELVES, REACHING FOR YOUR GUNS UNDER THERE?
BUT, DON'T WORRY... YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN WON'T LET YOU GET INTO ANY MORE TROUBLE. SEE?
ZONK!
WISH I COULD THINK OF A REAL QUOTABLE EXIT SPEECH, GROUP.
BUT ALL I KNOW IS: "THE BOY STOOD ON THE BURNING DECK."
AND THAT'S BEEN SAID BEFORE.

COME TO POPPA, BABY.
JOLLY JONAH OUGHT TO PAY PLENTY FOR THESE PIX.
GLAD I REMEMBERED TO SET HER ON AUTOMATIC.
WELL, EVEN THOUGH I DIDN'T FIND THE ONE I WAS LOOKING FOR, I GOT A FEW GOOD NEWS PHOTOS.
AND I SURE CAN USE THE DOUGH.
I OUGHT TO SEND AUNT MAY SOME MONEY.
IN FACT, IT'S TIME I PAID THAT LITTLE LADY AN IN-PERSON VISIT.
AND WHEN OUR HEADSTRONG HERO MAKES UP HIS MIND---HE MAKES UP HIS MIND!
PETER DEAR. WHAT A WONDERFUL SURPRISE.
I'M NOT HUNGRY, AUNT MAY.
I JUST WANTED TO SEE HOW YOU ARE.
COME IN. I'VE GOT A CHICKEN ROASTING.
NONSENSE, YOU NEED NOURISHMENT.
LOOK HOW THIN YOU ARE!
YOU'D SAY THAT IF I WAS THE CIRCUS FAT MAN.
MRS. WATSON AND I WERE JUST WATCHING THAT HEAVENLY RICHARD RALEIGH ON TV.
HI, MRS. WATSON. ARE YOU AND AUNT MAY A COUPLE OF RALEIGH ROOTERS?
IT SEEMS THAT EVERYBODY IS, NOWADAYS.
HIS HONESTY AND HIS INTEGRITY ARE JUST WHAT THIS CITY NEEDS.
DON'T YOU AGREE, PETER?
WELL, I GUESS SO... BUT HOW CAN EVERYONE BE SO SURE OF RALEIGH'S HONESTY?
YOU'RE SO NAIVE, DEAR.
WOULD ALL THOSE HORRIBLE GANGSTERS KEEP ATTACKING HIM IF THEY WEREN'T AFRAID THAT HE'LL BE ELECTED?
AND BESIDES, HE HAS THE MOST BEAUTIFUL SMILE.
OKAY, PEOPLE, I WON'T INTERRUPT YOU ANY LONGER.
YOU SAY THE SWEETEST THINGS!
IT'S NICE TO KNOW THAT THE SHIP OF STATE IS IN THE HANDS OF SUCH AN AWARE, WELL-INFORMED CITIZENRY.

BOY! JUDGING BY THE REACTION OF AUNT MAY... AND MRS. WATSON...
I'M SURPRISED ROCK HUDSON NEVER RAN FOR PRESIDENT!
I WONDER HOW CAPTAIN STACY FEELS ABOUT RALEIGH?

BUT, WE WHO SCAN THESE PRICELESS PANELS, NEED WONDER NO LONGER---
LOOK, STACY, I'M GOING TO INTERVIEW RALEIGH RIGHT NOW.
I'D LIKE TO, JAMESON---
BUT I PLANNED TO DO SOME READING TONIGHT.
CHECK ROOM
WHY DON'T YOU COME ALONG AND LEARN SOMETHING?
READING?
---WHEN YOU'VE A CHANCE TO MEET OUR NEXT MAYOR?


I MAY LEARN MORE ABOUT HIM BY STUDYING THESE RECORDS.
THEY'RE REPORTS I'VE GATHERED CONCERNING RALEIGH'S BACKGROUND!
BACKGROUND, SHMACKGROUND! WHAT DIFFERENCE DOES THAT MAKE?

HE'S MY TYPE OF CANDIDATE---AND THAT'S ALL THAT MATTERS.
YOU NEVER WOULD LET YOUR JUDGMENT BE CLOUDED BY FACTS, JONAH.
FACTS? WHAT FACTS? I KNOW ALL I NEED TO KNOW ABOUT THE MAN.

MAY HEAVEN PROTECT US FROM THOSE WHO KNOW ALL THEY NEED TO KNOW--- ABOUT ANYTHING.

IT'S MR. JAMESON. HE HAS AN APPOINT-MENT.
IT'S ABOUT THAT EXCLUSIVE INTER-VIEW WE DISCUSSED, R.R.
MY STORY WILL MAKE YOU A SHOO-IN FOR OFFICE.
AND =HRUMMPH!= OF COURSE YOU'LL REMEMBER THE "DAILY BUGLE" WHEN YOU'RE ELECTED.
YES, YES, OF COURSE.
COME IN, JAMESON. COME IN.

SO LONG AS YOU HAVE MY NEWSPAPER BEHIND YOU, IT DOESN'T MATTER HOW MUCH BACKGROUND MATERIAL SNOOPERS LIKE CAPTAIN STACY CAN DIG UP!
BACKGROUND MATERIAL? CAPTAIN STACY?
WHAT DO YOU MEAN, MAN?
IT'S NOTHING, RR...NOTHING AT ALL.
HE'S BEEN DOING RESEARCH ...LOOKING INTO YOUR PAST.
SINCE RETIRING FROM THE FORCE, STACY HAS APPOINTED HIMSELF A ONE-MAN WATCHDOG COMMITTEE.
BUT LET HIM, I SAY.
A MAN OF YOUR POSITION, OF YOUR STANDING, CAN HAVE NOTHING TO FEAR.
ONE THING I ALWAYS PRIDED MYSELF UPON IS.. I'M AN INFALLIBLE JUDGE OF CHARACTER!
AH, YES... YES.
YOUR REPUTATION IS, EH, ALMOST LEGENDARY.
BUT NOW, LET'S PROCEED WITH THE INTERVIEW.
I'M AFRAID MY TIME IS VERY LIMITED.
NATURALLY, NATURALLY. LUCKY FOR YOU, J. JONAH JAMESON IS A MAN OF FEW WORDS.
TIME IS MONEY, I ALWAYS SAY.
IN FACT, THAT REMINDS ME OF A STORY...
HOWEVER, EVEN JOLLY JONAH FINALLY RUNS DOWN, AND THEN---
I THOUGHT THAT OLD WIND-BAG WOULD NEVER FINISH.
TO MY TOWN HOUSE ...AS SOON AS POSSIBLE.
MOVE, MAN!
THAXTON! WE MUST SPEED UP OUR TIMETABLE.
I'VE COMPLETED WORK ON THE HAND-HELD CONTROL UNIT.
EVERYTHING IS READY FOR YOU.
I WAN'T HIM READY TO GO INTO ACTION... TONIGHT.
YOU'RE JUST IN TIME, RALEIGH.
I'VE BEEN TRYING TO REACH YOU.

EVERYTHING IS COMPLETELY FOOLPROOF NOW.
THAT TRANSISTORIZED MINI-UNIT WILL GIVE YOU COMPLETE CONTROL OF HIS EVERY ACTION.
GOOD. GOOD.
THEN LET'S GET STARTED.
I'VE SECURED AN IONIC NEURO-BAND TO HIS SKULL.
SHOULD HE SEEK TO DEFY YOU, YOU CAN SHOCK HIM INTO TOTAL OBEDIENCE AT THE PUSH OF A BUTTON.
AND NOW, I'LL AWAKEN HIM.
UHHHH! MY HEAD! WHAT'S THIS PAIN... IN MY HEAD?
THAXTON! HE SEEMS MORE MONSTROUS THAN EVER!
AND THAT DAZZLING GLOW AROUND HIM... WHAT DOES IT MEAN?
IT CAN'T BE AVOIDED.
IT'S CAUSED BY THE IONIC ENERGY FLOWING THRU HIS BLOODSTREAM.
YOUR NULLIFIER BUTTON! PRESS IT, RALEIGH... QUICKLY... QUICKLY!
AAAA

NO... NOT YET. I WANT TO WAIT. I WANT TO SEE WHAT HE DOES.
HE'S NOT TRYING TO ATTACK US. IT'S THAT BAND AROUND HIS HEAD... HE'S TRYING TO WRENCH IT OFF.
WHAT ARE YOU DOING TO ME? WHY DOES MY BRAIN ACHE THIS WAY?
BTAM
RAK
NOW, RALEIGH... NOW!
FOR THE LOVE OF HEAVEN...
THAT MACHINE IN YOUR HAND...
THAT'S WHAT'S CAUSING IT.
QUIET, YOU SIMPERING COWARD.
I HAD TO TEST IT MY WAY.
AHH... IT WORKS PERFECTLY.
ARRRRGGH!
CLCK!
DO NOT... DO THAT TO ME... AGAIN.
I WILL DO... ANYTHING... AS LONG AS YOU... DON'T DO THAT... AGAIN.
EXACTLY!
AND NOW THAT YOU KNOW I MUST BE IMPLICITLY OBEYED, THESE ARE YOUR ORDERS...
GO TO THE ADDRESS I GIVE YOU... AND KILL A MAN NAMED STACY.

FASTER! FASTER, YOU HULKING, BRAINLESS GARGOYLE...
I'LL PRESS THE CONTROL BUTTON... EVER SO SLIGHTLY... TO SPEED YOU ON YOUR WAY.
NO..NO! THE PAIN... IS TOO GREAT!
I'LL GO. I'LL DO WHAT YOU SAY. I WILL NOT FAIL YOU.
THOOM!
THOOM!

AND, EVEN AS THE MONSTROUS BEHEMOTH LUMBERS TOWARD THE HOME OF CAPTAIN STACY...
IT'S VERY REFRESHING TO SEE A YOUNG MAN WITH SUCH AN AVID INTEREST IN MUNICIPAL POLITICS, PETER.
THIS BUSINESS OF THE UNDER-WORLD ALWAYS ATTACKING HIM DOESN'T SEEM KOSHER TO ME, EITHER.
AND IT'S ESPECIALLY GRATIFYING TO LEARN THAT WE SHARE THE SAME OPINION OF THE REDOUBTABLE MR. RALEIGH!
CHECK! I'VE BEEN RESEARCH-ING THAT LITTLE MATTER...

AND, I'VE LEARNED SOME INTERESTING... OH. IT'S YOU, MY DEAR.
IF YOU DON'T POSITIVELY SWOON OVER THIS GLITZY ENSEMBLE...
WELL, I'M SURE YOU TWO HAVE MORE EARTH-SHAKING MATTERS TO DISCUSS THAN THE COMING ELECTION.
THEN LITTLE GWENDOLYNE SIMPLY BLEW A WEEK'S ALLOW-ANCE!
GWENDY, IF YOU LOOKED ANY BETTER, THEY'D LOCK YOU UP.

TOO BAD I COULDN'T FINISH MY TALK WITH MR. STACY...
HANG LOOSE, HEROINE! MY CHARIOT IS THINE THIS DAY.
ONE GROOVY THING ABOUT A CYCLE... YOU DON'T PAY EXTRA FOR THE AIR CONDITIONING.
HAVE FUN, YOU TWO.
BUT DON'T BREAK THE SOUND BARRIER.
BUT, IF IT HAD TO BE INTERRUPTED, I CAN'T THINK OF A BETTER WAY.
VROOM

HELLIPPI
GWEN! DID YOU HEAR THAT?
IT CAME FROM AROUND THE CORNER!
...SOUNDED LIKE SOMEONE WHO'S STRICKEN WITH FEAR!
WHAT CAN HAVE HAPPENED?
QUICK! RUN! RUN FOR YOUR LIVES! HE'LL KILL US ALL!
CALL THE POLICE! GET OFF THE STREETS! ...NOTHING CAN STOP HIM!
HE'S A GIANT ...A MONSTER!
CRASH!
A GIANT?
THAT CAN ONLY MEAN... ONE THING...
KLANG!
SKRAK
IT'S HIM!
BUT, HOW DID HE FIND ME?

I'VE GOT TO CHANGE INTO SPIDER-MAN... BUT, I CAN'T... NOT WITH GWEN HERE!
RUN, HONEY! RUN AND GET HELP! I'LL STAY HERE... AND DO WHAT I CAN!
PETE! HE... HE'S GOING TOWARDS... MY HOUSE!
HE DOESN'T EVEN SEEM TO NOTICE US... OR ANYBODY! IT'S... AS THOUGH... HE'S AFTER MY DAD!
SHE'S RIGHT! HE DOESN'T KNOW WHO I AM. HE'S HEADING FOR MR. STACY!
NOW ONLY SPIDER-MAN CAN HELP!
THERE'S NO OTHER WAY.

SPLAM!
GET TO A PHONE, GWEN... NOW! YOUR FATHER'S LIFE MAY BE AT STAKE!
HURRY!

IT WORKED!
NOW, THERE'S JUST TIME FOR ME TO MAKE... THE FASTEST CHANGE OF MY LIFE!
BUT, I'VE GOT A BATTLE CUT OUT FOR ME.
HE LOOKS TWICE AS STRONG... TWICE AS UNBEATABLE... AS HE DID BEFORE!
THOOM!

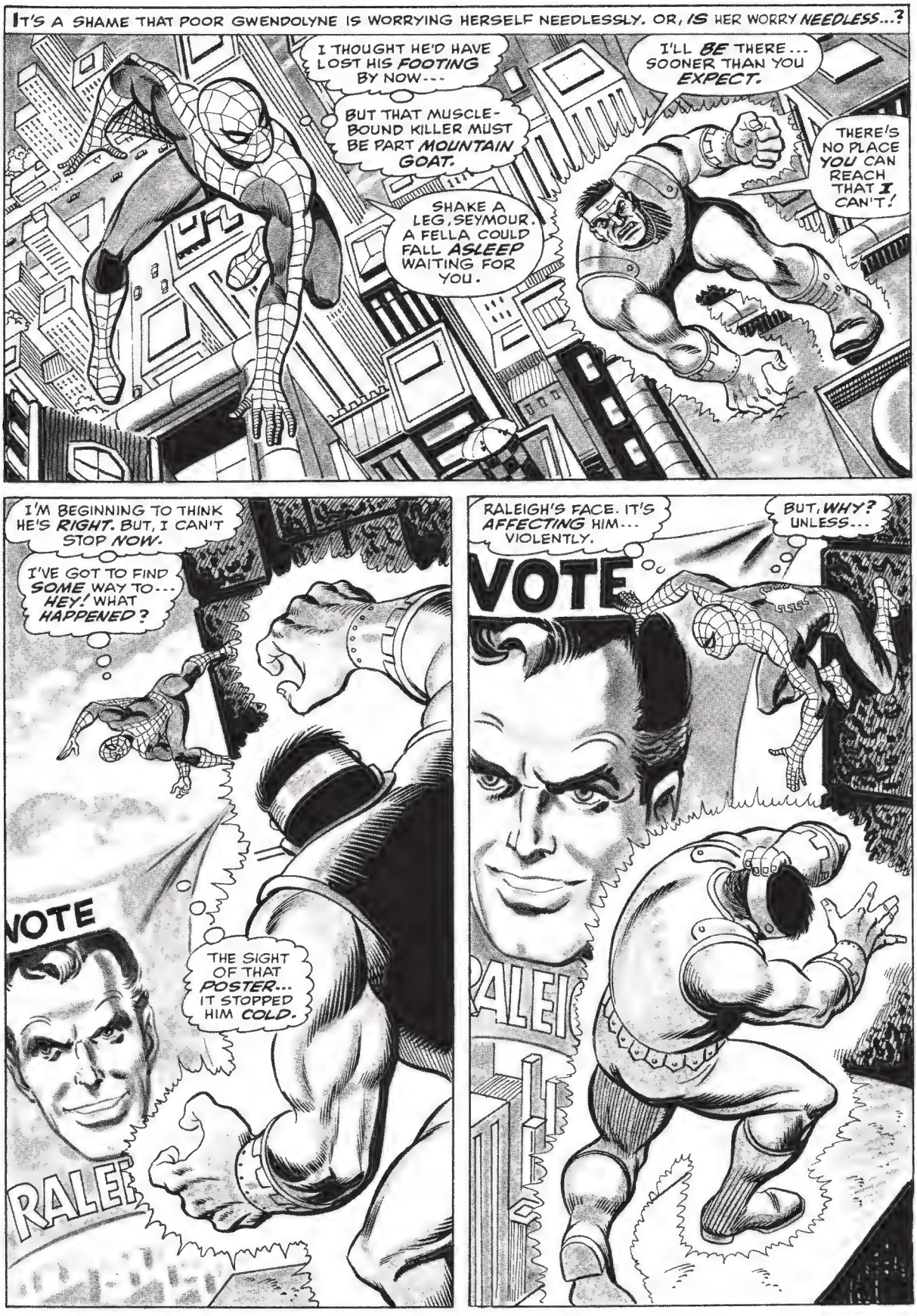
I FOUND YOU, STACY.
AND NOW, YOU HAVE TO DIE!
NO!

YOU MUST DIE! THOSE ARE...MY ORDERS.
I... HAVE TO..OBEY.
ORDERS? OBEY?
WHAT CAN IT ALL MEAN?
IT'S THE SAME DEADLY GIANT THAT SPIDER-MAN FOUGHT NOT LONG AGO.
BUT, WHO IS HE? WHAT IS HE?
WHY THE EERIE GLOW AROUND HIS BODY?
THAK!
AND, MOST IMPORTANT OF ALL...
WHY DOES HE WANT TO KILL ME?
...AND HOW CAN I STOP HIM?
DON'T! STAY BACK! YOU'RE...MAKING A TERRIBLE MISTAKE!
YOU'VE NO REASON... TO DO THIS.
IF...IT'S MONEY... YOU WANT...
IT ISN'T MONEY. IT'S YOUR LIFE.
I'VE HEARD CORNY LINES BEFORE...
BUT YOURS COME RIGHT OUT OF THE "VILLAINS' MANUAL".
PTOK!

SPIDER-MAN!
NOT EVEN YOU CAN STOP ME NOW.
MAYBE NOT, CHARLIE... BUT I'M SURE GONNA TRY.
CUT OUT, MR. STACY... BUT FAST.
I'LL HOLD HIM OFF... TILL YOU'RE SAFE.
HE SAID... HE WAS ORDERED TO... KILL ME.
WELL, I DIDN'T FIGURE HE WAS REPRESENTING THE WELCOME WAGON.
LOOK OUT! HE'S GETTING UP...
RUN, STACY... BEFORE HE... UNHH!
YOU CAN'T GET AWAY FROM ME.
I'M NOT GONNA FAIL AGAIN... NOT THIS TIME.
DON'T BET ON IT, BIG MAN.
YOU'VE GOT LOSER WRITTEN ALL OVER YOU.
HUH..?
THWIPP!
WHHIT!
IT'S LIKE TRYING TO HOLD BACK A HURRICANE.
BUT... WHY IS HE ATTACKING GWEN'S DAD? WHAT'S IT ALL ABOUT?

YOU PUNY FLEA... I'LL SETTLE WITH YOU LATER.
...AFTER I FINISH OFF STACY!
HE MEANS IT...
HE'S NOT EVEN WORRIED ABOUT ME.
BUT, I CAN'T LET HIM REACH CAPTAIN STACY.
AGAIN?
HOW DID YOU GET UP SO FAST?
I TOSSED YOU AT LEAST A DOZEN FEET!
THAT'S WHAT YOU THINK, SYDNEY.
I JUST BACK-FLIPPED OUT OF THE WAY...
'CAUSE YOU'VE GOT BAD BREATH.
ALL RIGHT, WISE GUY... THAT DOES IT!
NOW STACY CAN WAIT.
YOU'RE GONNA EAT THOSE WORDS.
WHEN I'M DONE WITH YOU, THERE WON'T BE ENOUGH LEFT FOR A FLY SWATTER!
I'LL TEAR YOU APART WITH MY BARE HANDS.
IT WORKED! I GOT HIM SO MAD, HE'S GOING AFTER ME INSTEAD OF STACY.
AT THIS RATE, I COULD END UP AS THE GREATEST SUCCESS...IN THE CEMETERY.

POLICE
MY ONLY CHANCE IS TO LURE HIM UP TO THE ROOFTOPS...
WHERE THE ADVANTAGE WILL BE MINE...I HOPE.
THERE'S A SQUAD CAR, PULLING UP BEHIND HIM.
GWEN WAS REALLY ON THE BALL.
MAN! LOOK AT HIM SCRUNTCH HIS FINGERS INTO THAT WALL...TO GET A HANDHOLD!
BRAKK!
THE GIRL WAS RIGHT. IT'S THE MAN-MONSTER!
LET HIM HAVE IT, BILL.
IT'S NO USE. THE SHELLS BOUNCE RIGHT OFF THAT GEAR HE'S WEARING.
AND FROM THE LOOKS OF 'IM... THEY WOULDN'T STOP HIM EVEN WITHOUT IT.
KRAK!
PTANNG!
IT'LL TAKE A HOWITZER TO BRING HIM DOWN.
MEANWHILE, JUST AROUND THE CORNER...
DAD! DAD! ARE YOU ALL RIGHT?
YES, DEAR.. I'M SAFE... NOW.
BUT...THAT WALKING HORROR.. IS STILL AT LARGE.
THAT DOESN'T MATTER. NOTHING MATTERS...AS LONG AS YOU AND PETER ARE SAFE.
PETER?
I...I HAVEN'T SEEN HIM.
NO! IT CAN'T BE...IT JUST CAN'T!
YOU HAVEN'T?
BUT...I LEFT HIM HERE... WHEN I CALLED THE POLICE.
DAD! THE MONSTER... YOU..YOU DON'T THINK..?


IT'S A SHAME THAT POOR GWENDOLYNE IS WORRYING HERSELF NEEDLESSLY. OR, IS HER WORRY NEEDLESS...?
I THOUGHT HE'D HAVE LOST HIS FOOTING BY NOW---
BUT THAT MUSCLE-BOUND KILLER MUST BE PART MOUNTAIN GOAT.
SHAKE A LEG, SEYMOUR. A FELLA COULD FALL ASLEEP WAITING FOR YOU.
I'LL BE THERE... SOONER THAN YOU EXPECT.
THERE'S NO PLACE YOU CAN REACH THAT I CAN'T!
I'M BEGINNING TO THINK HE'S RIGHT. BUT, I CAN'T STOP NOW.
I'VE GOT TO FIND SOME WAY TO... HEY! WHAT HAPPENED?
VOTE
RALEI
THE SIGHT OF THAT POSTER... IT STOPPED HIM COLD.
RALEIGH'S FACE. IT'S AFFECTING HIM... VIOLENTLY.
BUT, WHY? UNLESS...
VOTE
RALEI

SUDDENLY, ALL THE PIECES SEEM TO BE FALLING INTO PLACE.
IF MY HUNCH IS RIGHT...
UH OH. HE'S SNAPPING OUT OF IT.
IT'S A REAL LONG SHOT... AND MAYBE I FLIPPED MY LID...
BUT, I'M LEADING HIM TO RALEIGH'S TOWN HOUSE.
RUN ALL YOU WANT TO, FREAK.
YOU'RE AS GOOD AS DEAD.
MAYBE SO.
BUT, YOU'RE CALLING ME FREAK?
RALEIGH, I'M SCARED. MAYBE WE BIT OFF MORE THAN WE CAN CHEW.
QUIET, YOU SNIVELLING JELLYFISH.
SO LONG AS I CONTROL THE MOST POWERFUL HUMAN KILLING MACHINE ON EARTH...
I'VE NOTHING TO FEAR... NOTHING.
WOULDJA BELIEVE... SOMETHING?
SPIDER-MAN!
WELL, IT'S NOT DEAN RUSK!
I TOLD YOU WE'D NEVER GET AWAY WITH IT.
IF HE'S ON TO US...
SHUT UP, THAXTON!
I'LL TAKE CARE OF HIM.
THAT I'VE GOTTA SEE.

YOU'LL SEE IT, WALL-CRAWLER.
AND, IT WILL BE THE LAST THING YOU EVER SEE.
THAT GADGET IN HIS HAND... IT'S SOME SORT OF CONTROL DEVICE.
AND IT'S NOT HARD TO GUESS WHAT IT CONTROLS.
CLK!
...'CAUSE HERE HE COMES NOW.
SORRY, SWEETIE! YOU'LL HAVE TO MOVE FASTER THAN THAT!
SPEED DOESN'T MATTER.
ALL I HAVE TO DO IS CONNECT... JUST ONCE.
AND I'M BIG ENOUGH... AND STRONG ENOUGH... TO TAKE MY TIME DOING IT.
YOU FEEBLE-MINDED FOOL! CAN'T YOU SEE HE'S GOADING YOU?
HE'S MAKING YOU WASTE YOUR STRENGTH... HE'S CONFUSING YOU.
BUT I'LL DRUM SOME SENSE INTO YOUR THICK SKULL... WITH A PRESS OF THIS BUTTON!
NO, RALEIGH... NO!
HE'S TOO EXCITED NOW. THE ARTIFICIAL CIRCUITS I INSTALLED CAN'T TAKE AN OVER-LOAD.
DON'T DO IT, MAN. DON'T!
SKAK!
CLICK!
RALEIGH DID IT. NOW WHAT?

MY PLAN WAS PERFECT! I HAD USED ADVERTISING... TV.. PUBLICATIONS... TO PROJECT AN IMAGE OF MYSELF AS A CRUSADING REFORMER.
THE ELECTION IS AS GOOD AS WON... UNLESS SPIDER-MAN EXPOSES ME.
HOW ABOUT THAT? RALEIGH IS SO CONSUMED WITH HATRED, AND A LUST FOR POWER, THAT HE HIMSELF HAS CRACKED.
THEN, TO GAIN THE PUBLIC'S SYMPATHY, I PRETENDED THE UNDERWORLD WAS OUT TO DESTROY ME.
YOU MUST DESTROY HIM... NOW! YOU MUST... YOU MUST.. YOU MUST!
I'M NOT SURE WHAT HE'S DOING TO MY OVER-GROWN SPARRING PARTNER...
RALEIGH... STOP! YOU DON'T KNOW WHAT YOU'RE DOING...
CLICK!
CLICK CLICK CLICK
YOU'LL MAKE HIM KILL US ALL!
BUT IT LOOKS AS THOUGH IT'S SHAKING HIM OUT OF HIS TREE.

AND THEN, AT LAST, DEEP WITHIN THE TORTURED, BESTIAL, HALF-DEMENTED BRAIN, SOMETHING SUDDENLY SNAPS...
ARGGGH
THE MINI-CONTROL SHORTED! THE CURRENT IS OFF.
IT ISN'T FUNCTIONING. IT'S DEAD!
YOU TRIED TO HURT ME...TO MAKE ME YOUR SLAVE.
BUT NOW... YOU'LL NEVER HURT ME AGAIN.
NO! I'M RALEIGH... I'M YOUR FRIEND.
WHEN I'M ELECTED...I'LL MAKE YOU RICH. RICH!
RALEIGH... RUN! YOU CAN'T REASON WITH HIM NOW.
I TRIED TO WARN YOU... BUT YOU WOULDN'T LISTEN. AND NOW IT'S TOO LATE.
YOUR INSATIABLE LUST FOR POWER... HAS DESTROYED US.
RUN, BEFORE HE GETS HIS HANDS ON YOU.

IF WE CAN MAKE IT...THRU THE SECRET EMERGENCY CORRIDOR... WE MAY YET ESCAPE.
IT'S NO USE. HE'S RAVING LIKE A MADMAN... HE'S ROOTED TO THE SPOT.
RALEIGH... IN THE NAME OF HEAVEN, MAN...MOVE!
NO! NO! I WON'T RUN WITH MY TAIL BETWEEN MY LEGS...LIKE A FRIGHTENED JACKAL.
I'M RICHARD RALEIGH... I'M A MAN OF DESTINY. THE PEOPLE NEED ME ...TO RULE THEM... TO THINK FOR THEM... TO COMMAND THEM.
CLICK
CLICK
CLICK
CLICK
CLICK
DEFEAT IS FOR OTHER MEN. BUT I WAS BORN TO RULE... RULE... RULE!
BUH-OOM!

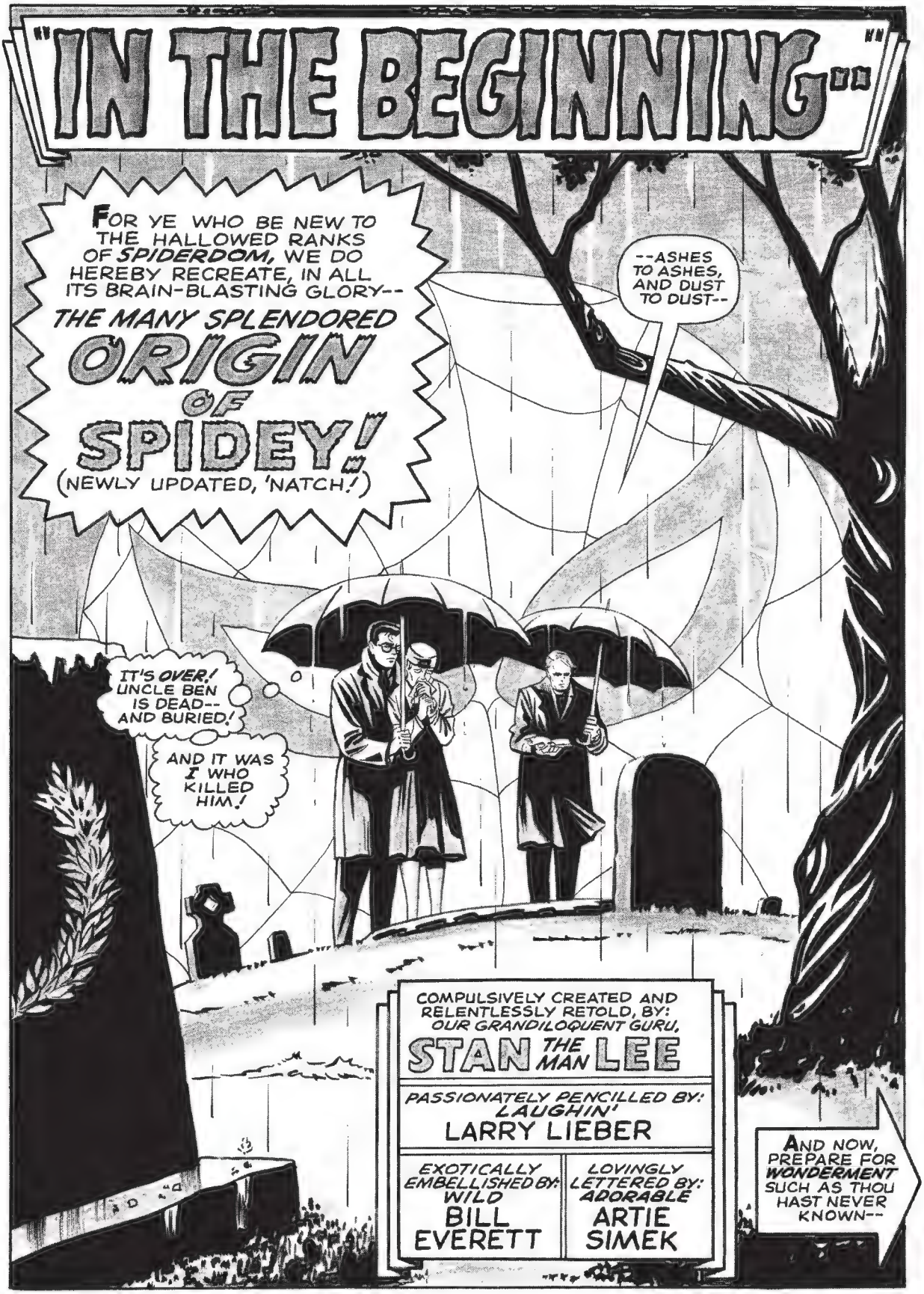
THE EMERGENCY CORRIDOR... IT'S COLLAPSING!
THE MONSTER'S BLOW... CAUSED THE CEILING AND WALLS... TO CRUMBLE. THE PASSAGE IS... COMPLETELY SEALED!
HELP ME, RALEIGH! I'M TRAPPED IN HERE... TRAPPED!
RALEIGH! RALEIGH! DON'T LET ME DIE...
RALEEEIGHHH
BUT ALAS, THERE IS PRECIOUS LITTLE THAT RICHARD RALEIGH CAN DO FOR ANYONE ANY LONGER. AND, AS THE ANGUISHED CRIES OF DR. THAXTON FADE INTO OBLIVION...
NOW, ONLY SPIDER-MAN IS LEFT.
ONCE YOU ARE DESTROYED, I'LL BE MY OWN MASTER.
I'LL START A CRIME RAMPAGE THAT'LL MAKE RALEIGH LOOK LIKE A NOWHERE PIKER.
IN A PIG'S EYE YOU WILL, BIG MAN.
THIS IS WHERE WE SEPARATE THE MEN FROM THE BOYS.
HE'S TENSING... ABOUT TO LUNGE.
I'VE GOT TO TIME THIS PERFECTLY.
HAH! ONCE I GET HOLD OF YOU, I'LL...
WHA..??
HOW'D YOU GET AWAY?
WITH THE GREATEST OF EASE, MORTIMER.
NO SELF-RESPECTING SPIDER-MAN WOULD FALL FOR AN ATTACK LIKE THAT.
KAMAKK!
MEANWHILE, AT THE HECTIC, HARRASSED, AND SOMEWHAT HYSTERICAL EDITORIAL OFFICE OF J. JONAH JAMESON...
WHAT? HE WAS LAST SEEN HEADING ACROSS TOWN TOWARDS RALEIGH'S HOUSE?
DON'T KEEP MUMBLING, MAN. GET MY CAR. I MEAN NOW.
THIS'LL BE THE STORY OF THE CENTURY.
...AND I WANT IT FIRST.

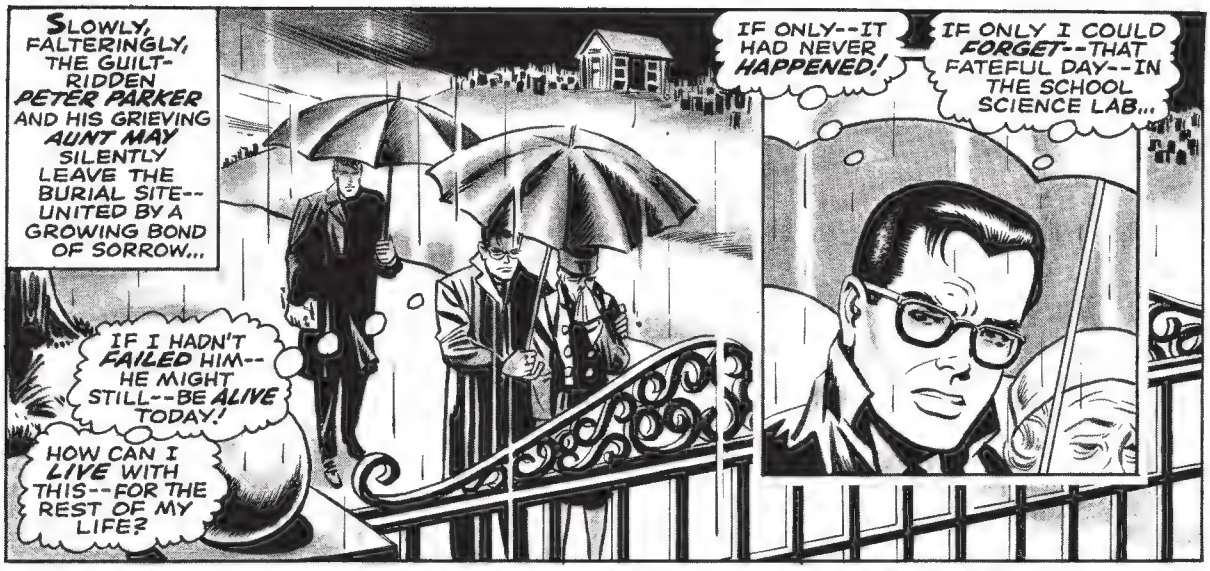
WHAT'S UP, JJ?
I THOUGHT I HEARD YOU BELLOW.
GRAB YOUR COAT, ROBBIE.
THE MAN-MONSTER'S HEADING FOR RALEIGH.
AND SPIDER-MAN WAS SEEN IN THE AREA.
THIS TIME WE'LL GET THE GOODS ON THAT COSTUMED CLOWN.
BUT IF HE'S OUT TO GET SPIDEY, JOLLY JONAH WILL HAVE TO WAIT IN LINE...
I CAN'T KEEP DODGING HIM. FOREVER.
EVERYONE'S GOT A WEAK SPOT. IF ONLY I KNEW HIS.
SAY! WAIT A MINUTE. MAYBE I DO.
WHOOM!
STAY BACK, HERMAN
CAN'T YOU SEE I'M TRYING TO THINK?
PTAKK!
WHAT'S HE MADE OF, ANYWAY?
THAT BLOW WOULD HAVE DEMOLISHED ANYONE ELSE.
BUT HE TOOK IT RIGHT IN STRIDE!
HE'S COMING AT ME AGAIN...
BUT NOW I'VE GOT THE ANSWER.

SINCE RALEIGH SEEMED TO CONTROL HIM ELECTRONICALLY...
SOMETHING MUST BE IMPLANTED ...NEAR HIS BRAIN.
NOW, ALL I'VE GOT TO DO IS FIND IT... AND PULVERIZE IT.
YEAH. THAT'S ALL.
GO AHEAD... KEEP WASTING YOUR STRENGTH.
SEE HOW MUCH GOOD IT'LL DO YOU.
GLAD YOU ASKED, BRIGHT EYES.
IT'S JUST WHAT I HAD IN MIND.
HE'S RIGHT. I AM GETTING TIRED... SO I CAN'T WAIT ANY LONGER.
IF I'M EVER GONNA FIND HIS ONE VULNERABLE SPOT... IT HAS TO BE NOW.
UNHHH!
SO, HERE GOES NOTHING...
GERONIMO!
CHOT!
HAW! YOU THOUGHT... YOU COULD STOP ME... WITH ONE CRUMMY, SIDE-HAND SMASH...
WELL, THE NOTION DID KINDA GRAB ME.
I GAVE IT EVERY-THING I HAD.
IF I GUESSED WRONG... THERE'S NOTHING THAT'LL STOP HIM NOW.

BUT... I DIDN'T... GUESS WRONG.
IT'S OVER AT LAST.
HE'S DONE FOR.
:UH-OH.: SIRENS.
THE POLICE DIDN'T WASTE ANY TIME GETTING HERE.
BUT, NO MATTER HOW I TRY TO EXPLAIN --- I'M SURE TO BE THE FALL GUY, AS USUAL.
SO THIS IS WHERE I CUT OUT.
THERE'S JONAH POINTING AT ME.
NOW IT'S A CINCH THE STORY'LL READ: "SPIDER-MAN KILLS RALEIGH AND FLEES SCENE OF CRIME!"

AND, AS THE SEEMINGLY CYNICAL WEB-SLINGER SWINGS AWAY INTO THE ALL-CONCEALING NIGHT...
LOOK... THERE AMONG ALL THE DEBRIS... IT'S THE GIANT.
HE SEEMS TO BE... DEAD.
HE AND SPIDER-MAN MUST HAVE ATTACKED RALEIGH...
BUT ONLY ONE OF THEM ESCAPED.
BY THE WAY... WHERE IS RALEIGH?
SOMEBODY GIVE ME A HAND WITH THIS RUBBLE!
I THINK I FOUND... A BODY.
IT'S RALEIGH.
HE MUST HAVE FOUGHT GALLANTLY... BUT HE DIDN'T HAVE A CHANCE.
EVEN IN DEATH, HIS HONESTY... HIS FEARLESSNESS... SHINE OUT LIKE A BEACON.
HIS LIFE WILL BE AN INSPIRATION... TO US ALL.
I FEEL SORRY FOR THE MAN... BUT AREN'T YOU GOING OVER-BOARD, JJ?
WHAT DO WE REALLY KNOW ABOUT HIM?
SPIDER-MAN HATED HIM... AND THAT'S GOOD ENOUGH FOR ME!
I'M GOING BACK TO WRITE THE GREATEST EDITORIAL OF MY CAREER...
I'LL MAKE THE WORLD ASHAMED THAT RALEIGH IS DEAD... WHILE SPIDER-MAN ROAMS FREE.
THE END?
...ONLY TILL NEXT ISSUE.


"IN THE BEGINNING..."
FOR YE WHO BE NEW TO THE HALLOWED RANKS OF SPIDERDOM, WE DO HEREBY RECREATE, IN ALL ITS BRAIN-BLASTING GLORY--
THE MANY SPLENDORED ORIGIN OF SPIDEY!
(NEWLY UPDATED, 'NATCH!)
--ASHES TO ASHES, AND DUST TO DUST--
IT'S OVER! UNCLE BEN IS DEAD-- AND BURIED!
AND IT WAS I WHO KILLED HIM!
COMPULSIVELY CREATED AND RELENTLESSLY RETOLD, BY: OUR GRANDILOQUENT GURU,
STAN THE MAN LEE
PASSIONATELY PENCILLED BY: LAUGHIN' LARRY LIEBER
EXOTICALLY EMBELLISHED BY: WILD BILL EVERETT
LOVINGLY LETTERED BY: ADORABLE ARTIE SIMEK
AND NOW, PREPARE FOR WONDERMENT SUCH AS THOU HAST NEVER KNOWN--


SLOWLY, FALTERINGLY, THE GUILT-RIDDEN PETER PARKER AND HIS GRIEVING AUNT MAY SILENTLY LEAVE THE BURIAL SITE--UNITED BY A GROWING BOND OF SORROW...
IF I HADN'T FAILED HIM--HE MIGHT STILL--BE ALIVE TODAY!
HOW CAN I LIVE WITH THIS--FOR THE REST OF MY LIFE?
IF ONLY--IT HAD NEVER HAPPENED!
IF ONLY I COULD FORGET--THAT FATEFUL DAY--IN THE SCHOOL SCIENCE LAB...

BUT NEITHER PETER PARKER--NOR WE--SHALL EVER BANISH FROM OUR MEMORY THE STRANGE EVENTS WHICH ARE ABOUT TO UNFOLD! THE EVENTS WHICH LED TO THE DEATH OF BEN PARKER--AND TO THE SUDDEN, STARTLING BIRTH OF THE AMAZING SPIDER-MAN--
THE OTHER KIDS TAUNT ME--CALL ME A BOOKWORM!
BUT I DON'T CARE!
SOME DAY THEY'LL BE SORRY THAT THEY LAUGHED AT ME!
NOW WE'LL DEMONSTRATE HOW RADIO-ACTIVITY IS CONTROLLED IN THE LAB--

AS THE DRAMATIC EXPERIMENT BEGINS, AN UNSEEN SPIDER ASSUMES A BRIEF, STARRING ROLE IN THE DRAMA WE CALL LIFE--AS IT ABSORBS A FANTASTIC AMOUNT OF RADIO-ACTIVITY!
AND THEN--

SOME-THING BIT ME!

A SPLIT-SECOND LATER, ALL LIFE HAS EBBED FROM THE STILL-GLOWING ARACHNID'S BODY--BUT, IT HAD LIVED LONG ENOUGH TO AFFECT THE COUNT-LESS CORPUSCLES IN THE BLOOD STREAM OF PETER PARKER--
IT WAS JUST --A SPIDER!
BUT--WHY DO I FEEL--SO STRANGE --SO DIFFERENT--?

MINUTES LATER--
CAN'T SHAKE THIS FEELING...AS THOUGH MY ENTIRE BODY IS CHARGED WITH SOME SORT OF FANTASTIC ENERGY!
CAN JUST ONE SPIDER BITE DO THAT?
RACING FORM

I WONDER--IF THE RADIOACTIVITY IN THE LAB--MIGHT HAVE HAD SOMETHING TO DO--
NAH! THAT'S JUST TOO FAR-FETCHED!
HEY! LOOK OUT, MAC!

THIS'LL TEACH YA TO WATCH WHERE YER WALKIN', YA FOUR-EYED FOUL-UP!
THOK!
I--I HARDLY FELT IT!

ALTHOUGH CERTAIN THAT HE'S HOPELESSLY OUT-CLASSED, THE EMBATTLED YOUTH STRIKES BACK--
KRAK!
--ONLY TO MISS HIS TARGET BY INCHES, DUE TO THE UNEXPECTED STRENGTH AND SPEED OF HIS LIGHTNING-SWIFT RETURN BLOW!
NOW WHAT'S GOIN' ON?
MY REFLEX ACTION WORKED SO FAST, I COULD HARDLY CONTROL IT!
AND THAT STEEL LAMPPOST--I SNAPPED IT IN TWO--WITH ONE PUNCH!
;WHA--?;

LET'S GET OUTTA HERE, PAL!
SOMETHING HAS HAPPENED TO ME! I HAVE CHANGED!
THAT CAT'S A TIGER!
BUT HOW--WHY?

SO WRAPPED IN HIS OWN PUZZLED THOUGHTS IS HE, THAT PETER HARDLY HEARS THE AUTO WHICH NARROWLY MISSES HIM, AS HE UNTHINKINGLY LEAPS TO SAFETY! BUT, WHAT A LEAP IT IS!
THAT CAR--DOESN'T SEE ME!
HAVE TO LEAP ASIDE--BUT FAST!

WHAT'S COME OVER ME? AM I--GOING MAD?
I-I'M SCALING THIS WALL--
JUST AS EASILY --AS I CAN WALK!
MY FINGERS ALONE ARE ADHERING--SUPPORTING ME!
I'M LIKE SOME SORT OF GIANT INSECT--
LIKE A WALL-CRAWLING, HUMAN SPIDER!
IT'S EITHER A CRAZY, PSYCHEDELIC DREAM--
OR, THERE'S ONLY ONE OTHER POSSIBLE ANSWER--
IT'S THE SPIDER--THE ONE THAT BIT ME!
SOMEHOW--BEING IN THE LAB DURING THE EXPERIMENT--HE MUST HAVE BECOME RADIO-ACTIVE--
AND, WHEN HIS VENOM REACHED MY BLOOD STREAM--
IT AFFECTED ME!
IN SOME STRANGE, UNCANNY WAY --I'VE ABSORBED THE PROPORTION-ATE POWER AND ABILITIES OF--A LIVING SPIDER!
ALMOST UNABLE TO CONTAIN THE EXCITEMENT WELLING WITHIN HIS BREAST, THE INCREDULOUS HIGH SCHOOL SCIENCE MAJOR RUSHES TO HIS MAKESHIFT LAB, AT THE HOME OF HIS AUNT AND UNCLE--
I'VE GOT TO TEST MYSELF--
GOT TO LEARN THE FULL EXTENT OF MY NEW-FOUND POWER!
PERHAPS I CAN CASH IN ON IT IN SOME WAY!
IF I COULD GIVE EXHIBITIONS--BECOME A PROFESSIONAL STUNT MAN, OR SOME SUCH THING--
THEN I COULD FINALLY PAY AUNT MAY AND UNCLE BEN BACK--FOR THE YEARS THEY'VE DEVOTED TO ME--FOR RAISING ME, AFTER THE DEATH OF MY PARENTS!
IS PETER STUDYING AGAIN, MAY?
YES, BEN!
THE DEAR BOY IS SO INDUSTRIOUS!

IN THE FRANTIC DAYS THAT FOLLOW, THE INGENIOUS YOUTH CREATES HIS NOW-LEGENDARY WEB-SHOOTER--
IT WORKS LIKE A CHARM! TWO PRESSES OF THIS SIMPLE DOOHICKEY, AND ZOWIE!
WITH MY NEW-FOUND SPIDER POWER, I CAN CONTROL IT LIKE A SHARPSHOOTER!
AND I'LL KEEP MODIFYING THE FLUID TILL IT'S JUST THE RIGHT CONSISTENCY!
BUT NOW, I NEED ONE THING MORE--
--A COSTUME!
IF I'M GONNA GET INTO SHOW BIZ, I MIGHT AS WELL LOOK THE PART!
BOY! I NEVER KNEW SEWING WAS SO HARD!
--THOUGHT I'D NEVER FINISH IT!
ANYWAY, SINCE I HAVE THE POWERS OF A SPIDER--
I MIGHT AS WELL CALL MYSELF--
SPIDER-MAN!
LOOKS PRETTY GOOD, IF I DO SAY SO MYSELF!
OKAY, WORLD--BETTER HANG ONTO YOUR HAT!
YOU'RE ABOUT TO MEET THE ORIGINAL WEB-SWINGING WONDER!

ACTUALLY, THE "FLOWERING OF SPIDER-MAN" HAPPENED A BIT SLOWER THAN THIS, BUT FORGIVE US, FAITHFUL ONE--WE'VE ONLY A FEW PAGES LEFT! AND NOW, BACK TO OUR BOY--
MY FIRST STOP WILL BE THE NEAREST TV STUDIO!
I'VE JUST GOT TO BE THE ANSWER TO ED SULLIVAN'S PRAYERS!
OR MAYBE I SHOULD TRY THE CIRCUS FIRST!
AW, IT DOESN'T MATTER--AS LONG AS THE PAY-OFF IS THERE!
NOW TO MAKE A REAL DRAMATIC ENTRANCE--
HEY!: SOMEONE'S UPSTAGING ME!
STOP, THIEF! STOP, THIEF!
YOU--IN THE COSTUME--GRAB HIM! IF HE MAKES IT TO THE ELEVATOR, HE'LL GET AWAY!
THAT'S YOUR PROBLEM... NOT MINE!
WHAT'S WITH YOU, MISTER?
ALL YOU HAD TO DO WAS TRIP HIM--OR HOLD HIM--JUST FOR A MINUTE!
SORRY, PAL! I'M THRU BEING PUSHED AROUND! FROM NOW ON, I LOOK OUT FOR NUMBER ONE--AND THAT MEANS--ME!

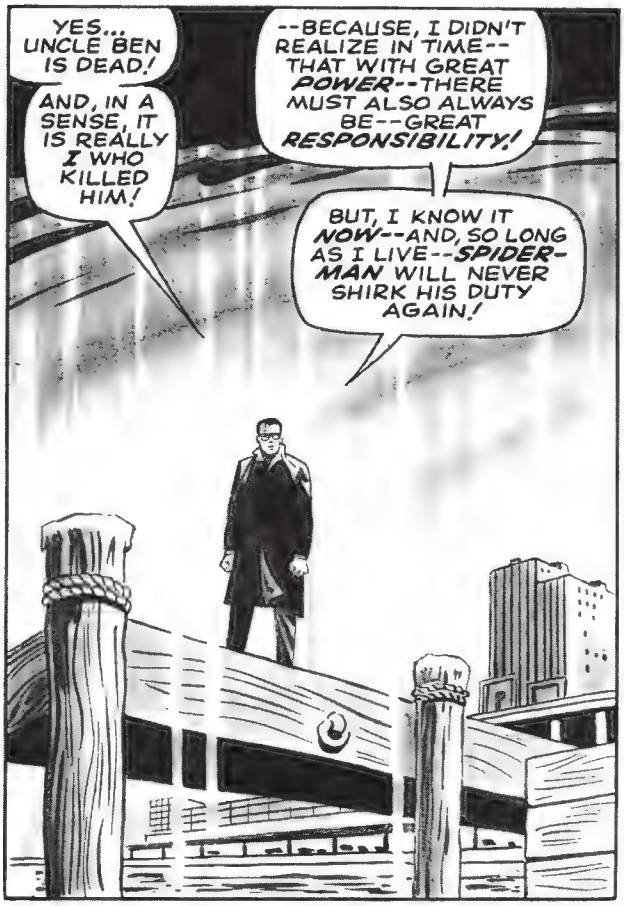
FINALLY, COMES AUDITION TIME--
IF YOU CAN DO HALF THE THINGS YOU CLAIM, YOU CAN WRITE YOUR OWN TICKET!
JUST WATCH ME!
NATURALLY, SPIDEY'S TV DEBUT IS A SMASH! AFTER ALL, HOW MANY PERFORMERS ARE THERE WITH THE ABILITIES OF A HUMAN SPIDER?
ENOUGH, MISTER! LEAVE 'EM BEGGING FOR MORE!
AS YOU MUST HAVE GUESSED, SPIDER-MAN BECOMES A METEORIC OVER-NIGHT SENSATION!
I STILL HAVEN'T REVEALED MY IDENTITY TO ANYONE!
I GUESS I SHOULD TELL AUNT MAY AND--SAY!!
WHAT--CAN HAVE--HAPPENED?
A POLICE CAR! IN FRONT OF OUR HOUSE!
BUT THEN, AS PETER PARKER RETURNS FROM A PUBLIC APPEARANCE--
POLICE
BRACE YOURSELF, SON! I HAVE BAD NEWS!
YOUR UNCLE BEN HAS BEEN SHOT--MURDERED!
UNCLE BEN--DEAD! NO! NO! IT CAN'T BE!
IT WAS A BURGLAR WHOM YOUR UNCLE SURPRISED!
BUT WE'LL GET HIM!
HE'S TRAPPED IN THE OLD ACME WARE-HOUSE AT THE WATER-FRONT!
THE NEIGHBORS ARE LOOKING AFTER YOUR AUNT NEXT DOOR, AND--WAIT!
I'VE GOT TO GO! I'VE GOT TO GET HIM!

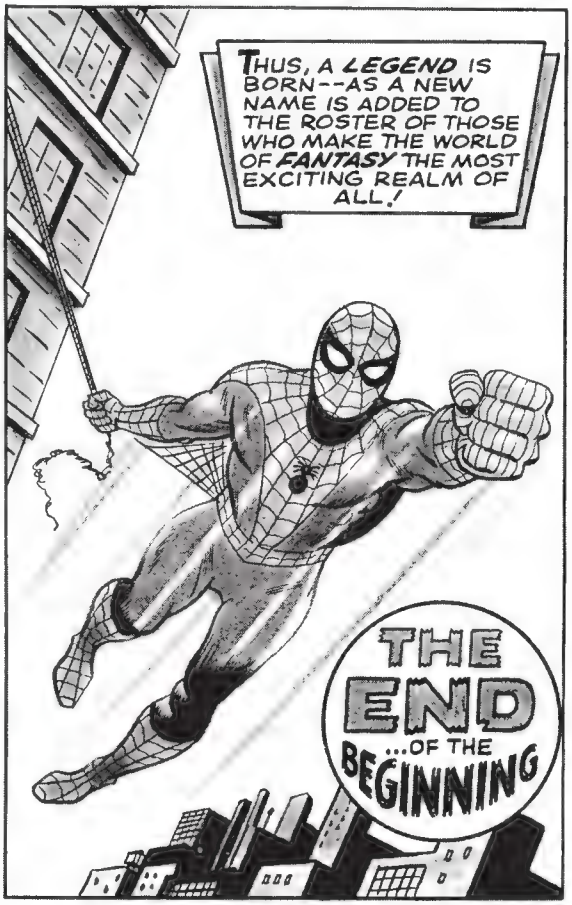
I KNOW THE OLD ACME WAREHOUSE! IT'S BEEN DESERTED FOR YEARS!
HE COULD HOLD OFF AN ARMY IN THAT MOLDY, ROTTING DUMP!
BUT HE WON'T HOLD OFF--
SPIDER-MAN!
THE WAREHOUSE IS AT THE OTHER SIDE OF TOWN...
BUT I'LL BE THERE IN NO TIME!
THERE IT IS-- JUST AHEAD!
UNCLE BEN WAS--LIKE A FATHER TO ME-- EVEN MORE THAN A FATHER!
AND NOW --HE'S DEAD!
DEAD--BECAUSE OF THE KILLER INSIDE!

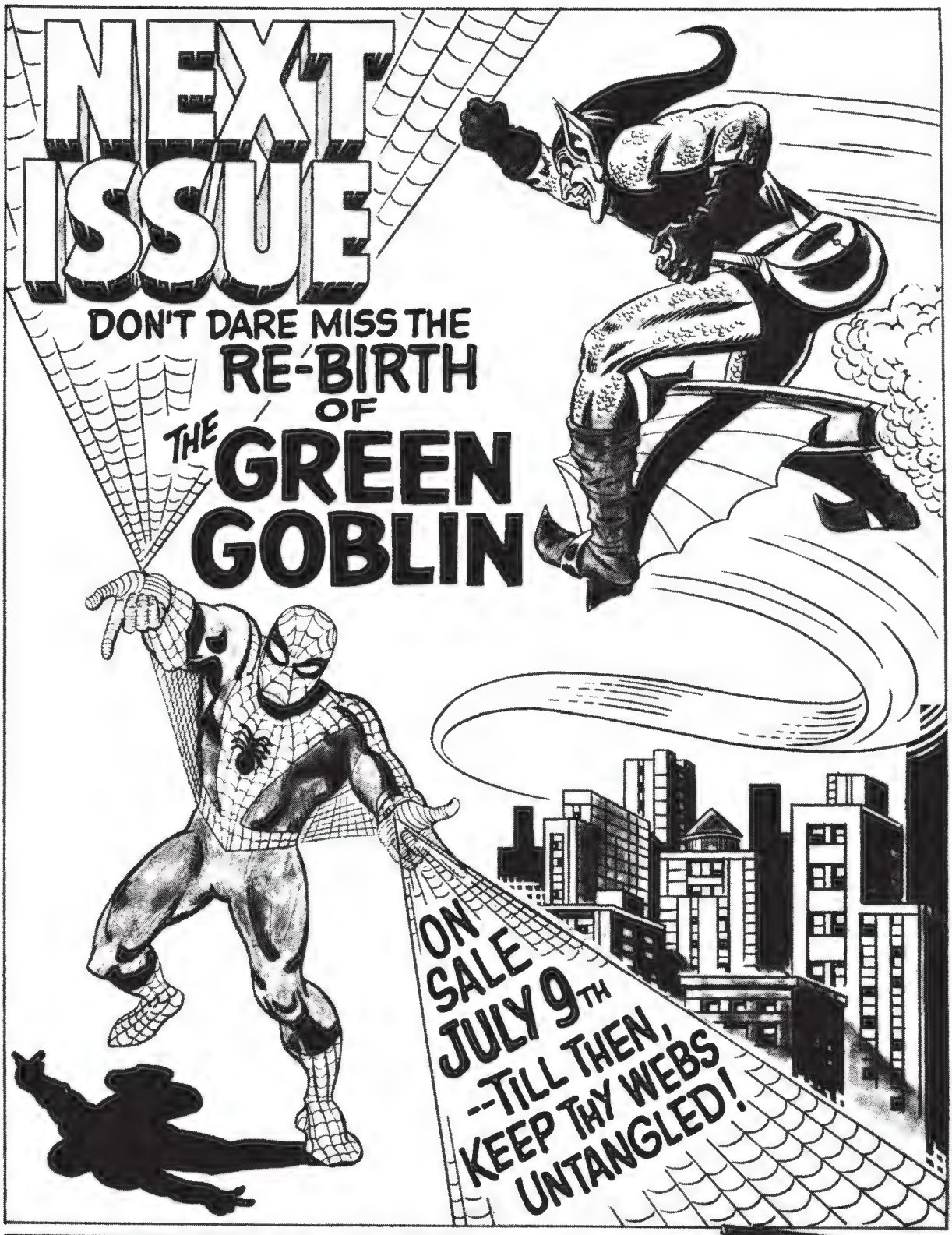
IF I CAN JUST HOLD 'EM OFF TILL THE MOON GOES DOWN-- I MIGHT BE ABLE TO SLIP AWAY AND-- WAIT!!
UP ON THE WALL-- WHO'S THAT??
YOU'LL FIND OUT SOON ENOUGH...
SURPRISED TO SEE ME, MURDERER?
NOT HALF AS SURPRISED AS YOU'RE GOING TO BE!
SPLAT!
HEY! WHA--??
A GUY WHO WALKS ON WALLS--AND SHOOTS A WEB-- LIKE A SPIDER!
THERE'S NO PLACE ON EARTH YOU CAN RUN--TO ESCAPE ME!
LEMME OUT OF HERE!!
THIS IS FOR-- THE MAN YOU KILLED!

AND NOW, I'LL JUST-- WAIT!!
IT'S THE FUGITIVE WHO RAN PAST ME THE OTHER DAY!
THE ONE I DIDN'T STOP--WHEN I HAD THE CHANCE!
THAT FACE! IT--OH NO! NO! IT JUST-- CAN'T BE! BUT--IT IS--

IT'S MY FAULT--ALL MY FAULT!
IF ONLY--I HAD TACKLED HIM--WHEN I HAD THE CHANCE!
BUT, I DIDN'T-- SO HE ESCAPED! AND NOW--UNCLE BEN IS--DEAD!

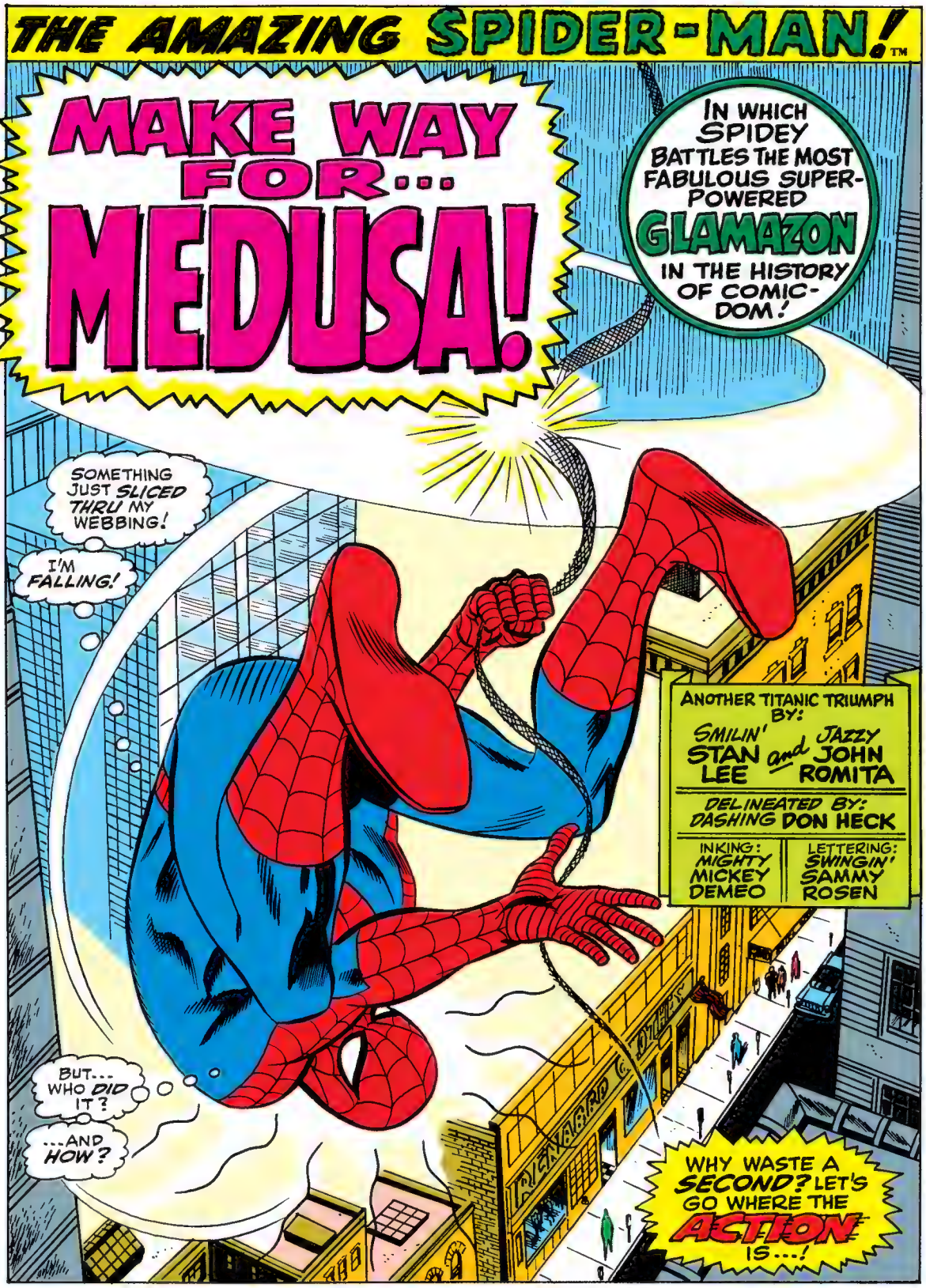

YES... UNCLE BEN IS DEAD!
AND, IN A SENSE, IT IS REALLY I WHO KILLED HIM!
--BECAUSE, I DIDN'T REALIZE IN TIME-- THAT WITH GREAT POWER--THERE MUST ALSO ALWAYS BE--GREAT RESPONSIBILITY!
BUT, I KNOW IT NOW--AND, SO LONG AS I LIVE--SPIDER-MAN WILL NEVER SHIRK HIS DUTY AGAIN!


THUS, A LEGEND IS BORN--AS A NEW NAME IS ADDED TO THE ROSTER OF THOSE WHO MAKE THE WORLD OF FANTASY THE MOST EXCITING REALM OF ALL!
THE END ...OF THE BEGINNING



FOLLOW SPIDEY'S SENSATIONAL EXPLOITS IN FULL COLOR EACH MONTH IN THE *AMAZING SPIDER-MAN*... ONLY 12¢, WHEREVER COMIC BOOKS ARE SOLD!

the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
MARVEL COMICS GROUP
12¢ IND.
62 JULY
ROMITA
THE NAME OF THE DAME IS... MEDUSA!


THE AMAZING SPIDER-MAN!™
MAKE WAY FOR... MEDUSA!
IN WHICH SPIDEY BATTLES THE MOST FABULOUS SUPER-POWERED GLAMAZON IN THE HISTORY OF COMIC-DOM!
SOMETHING JUST SLICED THRU MY WEBBING!
I'M FALLING!
ANOTHER TITANIC TRIUMPH BY:
SMILIN' STAN LEE and JAZZY JOHN ROMITA
DELINEATED BY: DASHING DON HECK
INKING: MIGHTY MICKEY DEMEO
LETTERING: SWINGIN' SAMMY ROSEN
BUT... WHO DID IT?
...AND HOW?
WHY WASTE A SECOND? LET'S GO WHERE THE ACTION IS...!

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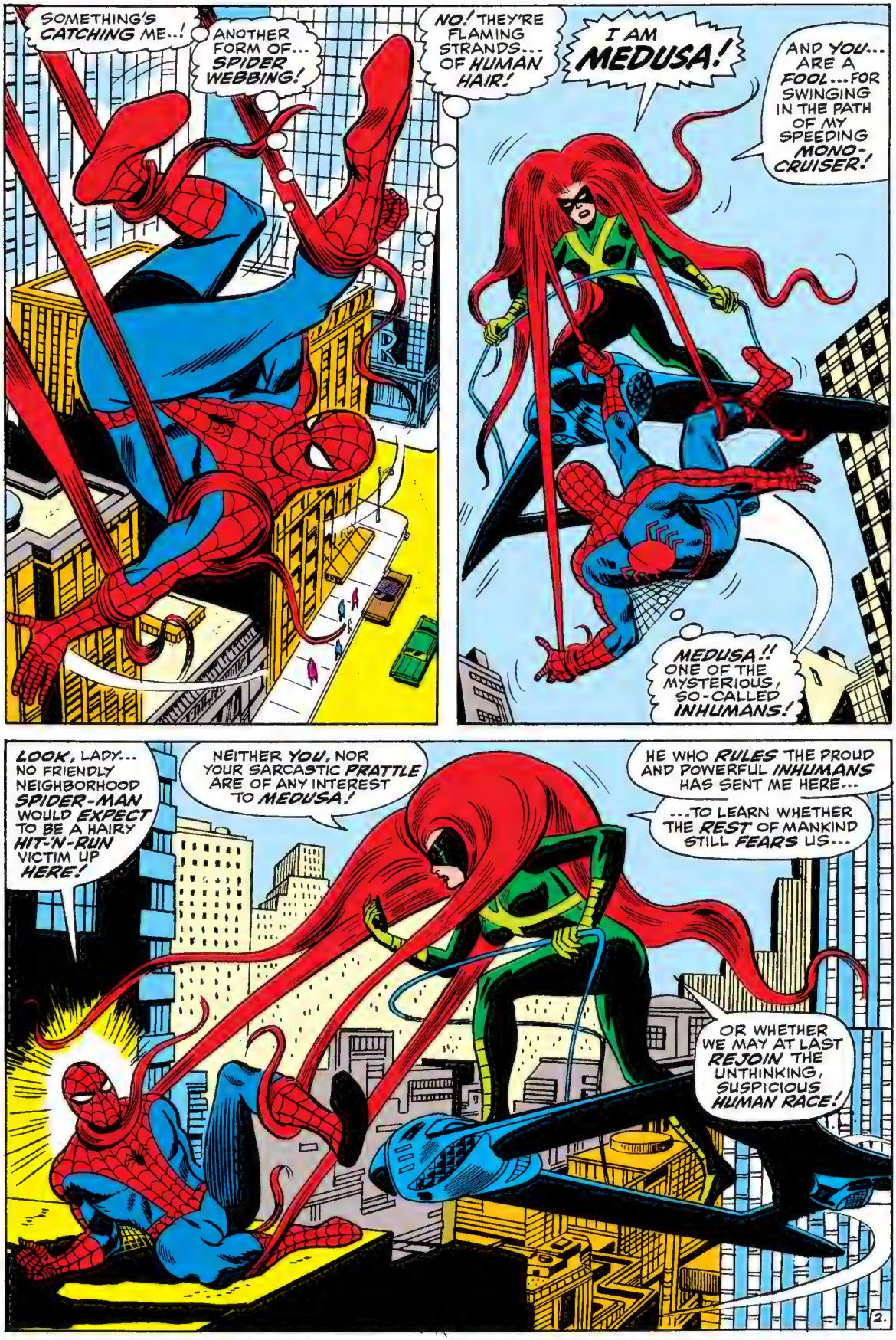
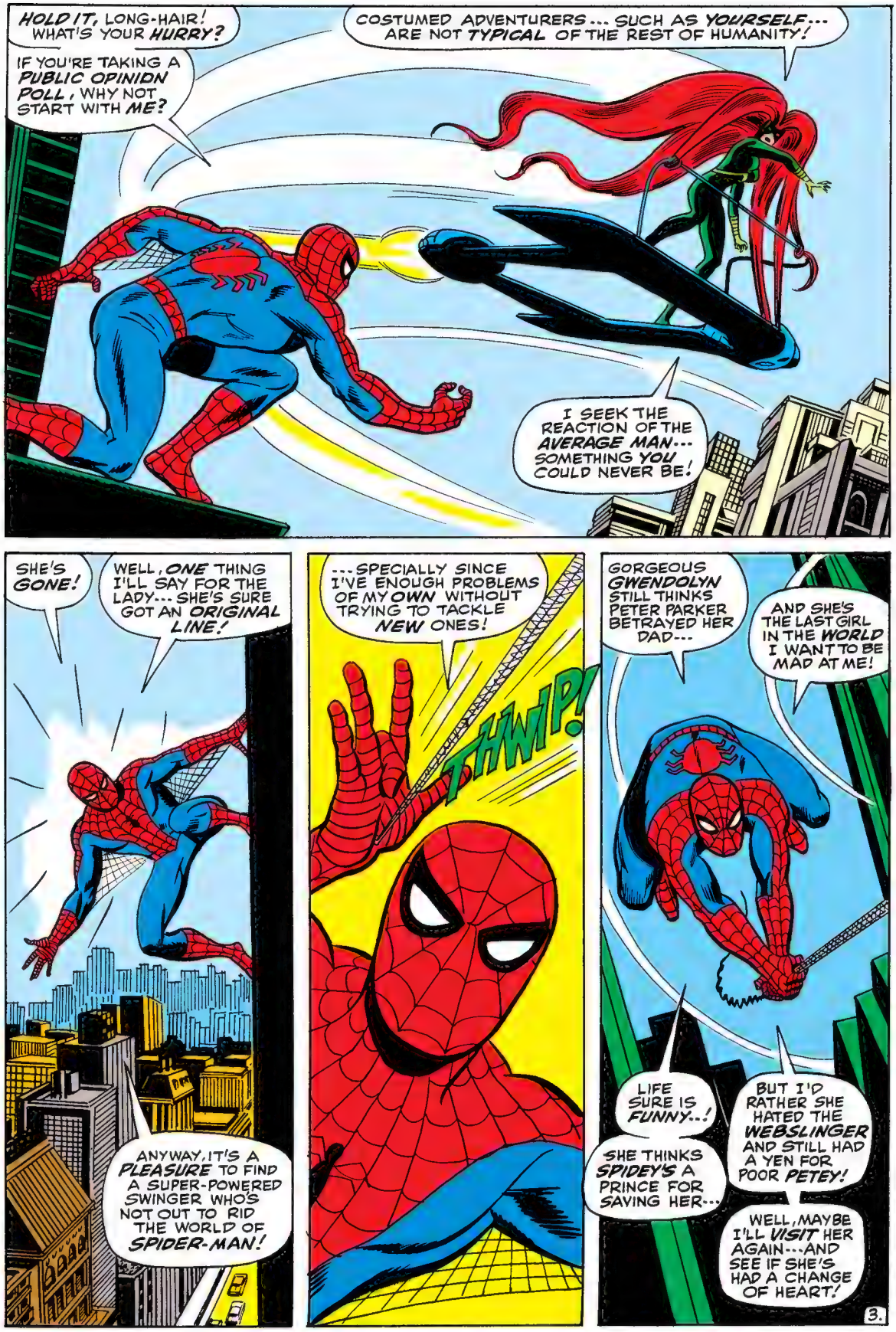
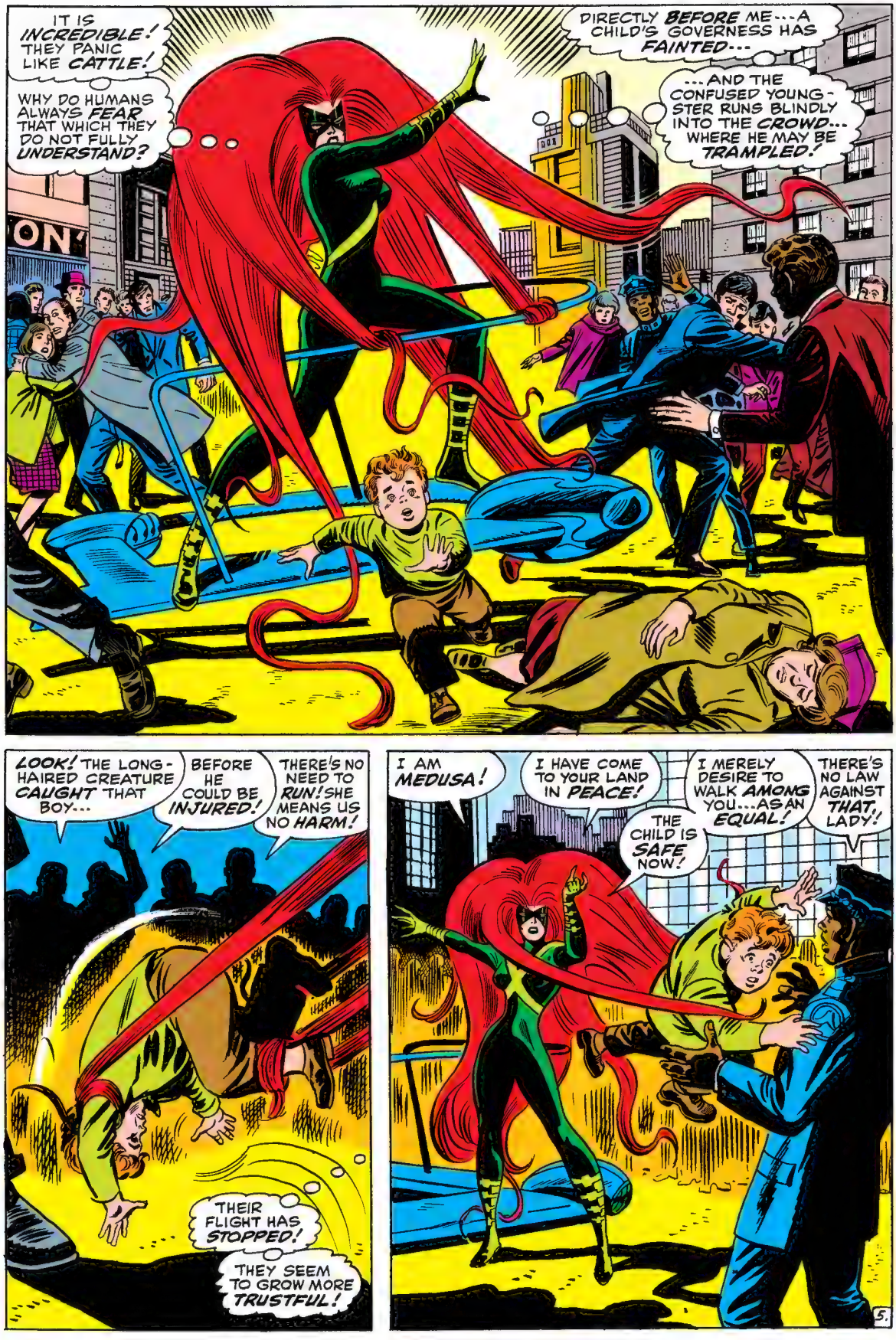
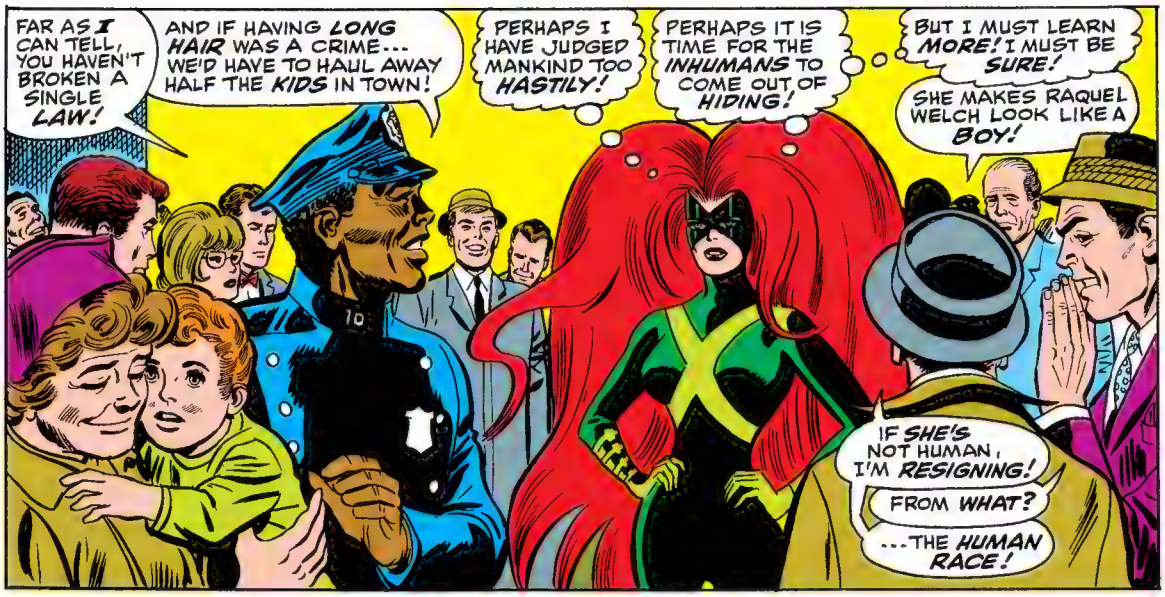
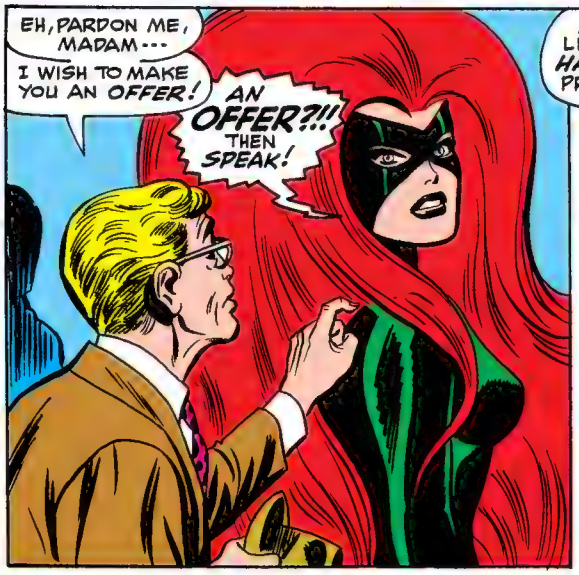

SOMETHING'S CATCHING ME..!
ANOTHER FORM OF... SPIDER WEBBING!
NO! THEY'RE FLAMING STRANDS... OF HUMAN HAIR!
I AM MEDUSA!
AND YOU... ARE A FOOL... FOR SWINGING IN THE PATH OF MY SPEEDING MONO-CRUISER!
MEDUSA!! ONE OF THE MYSTERIOUS, SO-CALLED INHUMANS!
LOOK, LADY... NO FRIENDLY NEIGHBORHOOD SPIDER-MAN WOULD EXPECT TO BE A HAIRY HIT-'N-RUN VICTIM UP HERE!
NEITHER YOU, NOR YOUR SARCASTIC PRATTLE ARE OF ANY INTEREST TO MEDUSA!
HE WHO RULES THE PROUD AND POWERFUL INHUMANS HAS SENT ME HERE...
...TO LEARN WHETHER THE REST OF MANKIND STILL FEARS US...
OR WHETHER WE MAY AT LAST REJOIN THE UNTHINKING, SUSPICIOUS HUMAN RACE!
2.


HOLD IT, LONG-HAIR! WHAT'S YOUR HURRY?
IF YOU'RE TAKING A PUBLIC OPINION POLL, WHY NOT START WITH ME?
COSTUMED ADVENTURERS... SUCH AS YOURSELF... ARE NOT TYPICAL OF THE REST OF HUMANITY!
I SEEK THE REACTION OF THE AVERAGE MAN... SOMETHING YOU COULD NEVER BE!
SHE'S GONE!
WELL, ONE THING I'LL SAY FOR THE LADY... SHE'S SURE GOT AN ORIGINAL LINE!
ANYWAY, IT'S A PLEASURE TO FIND A SUPER-POWERED SWINGER WHO'S NOT OUT TO RID THE WORLD OF SPIDER-MAN!
...SPECIALLY SINCE I'VE ENOUGH PROBLEMS OF MY OWN WITHOUT TRYING TO TACKLE NEW ONES!
THWIP!
GORGEOUS GWENDOLYN STILL THINKS PETER PARKER BETRAYED HER DAD...
AND SHE'S THE LAST GIRL IN THE WORLD I WANT TO BE MAD AT ME!
LIFE SURE IS FUNNY..!
SHE THINKS SPIDEY'S A PRINCE FOR SAVING HER...
BUT I'D RATHER SHE HATED THE WEBSLINGER AND STILL HAD A YEN FOR POOR PETEY!
WELL, MAYBE I'LL VISIT HER AGAIN...AND SEE IF SHE'S HAD A CHANGE OF HEART!

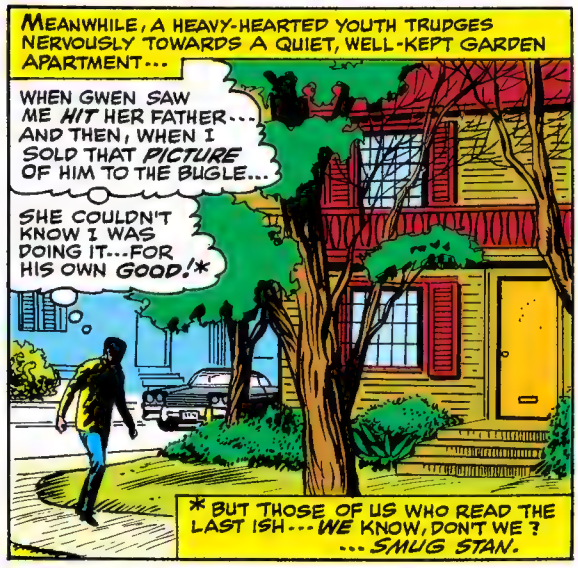
BUT, AT THAT VERY MOMENT, IN A PLUSH EXECUTIVE SUITE, HIGH ABOVE MADISON AVENUE ---
HEAVENLY Hair Spray
WILBERFORCE, LOOK! THERE IS OUR DREAM COME TRUE!
WH--WHAT IS IT, MR. BLISS?
THE WINDOW! LOOK OUT THE WINDOW! SHE'S MADE TO ORDER! SHE'S ABSOLUTELY PERFECT!
WE'VE BEEN SEARCHING FOR SOMEONE WHO COULD BE A TRADEMARK FOR OUR HEAVENLY HAIR SPRAY---
AND THERE SHE IS!
THINK OF THE ADVERTISING CAMPAIGN WE COULD BUILD AROUND HER--!
"THE LOVELY LADY WITH THE LIVING LOCKS USES HEAVENLY HAIR SPRAY!"
OH---I COULD CRY!
BUT, MR. BLISS... WHAT IF SHE SAYS NO?
NOBODY SAYS NO TO MONTGOMERY G. BLISS!
NOW DON'T JUST STAND THERE, MAN...
SHE'S STARTING TO LAND... ON THE STREET BELOW US!
GO GET HER!
THIS IS A LIKELY SPOT!
THERE ARE ENOUGH AVERAGE PEOPLE IN THE STREET TO ENABLE ME TO LEARN WHAT I MUST KNOW!
I SHALL DESCEND AMONG THEM ---AND SEE HOW THEY RECEIVE ME!
LERY
JEW
4.


IT IS INCREDIBLE! THEY PANIC LIKE CATTLE!
WHY DO HUMANS ALWAYS FEAR THAT WHICH THEY DO NOT FULLY UNDERSTAND?
DIRECTLY BEFORE ME...A CHILD'S GOVERNESS HAS FAINTED...
...AND THE CONFUSED YOUNGSTER RUNS BLINDLY INTO THE CROWD... WHERE HE MAY BE TRAMPLED!
LOOK! THE LONG-HAIRED CREATURE CAUGHT THAT BOY...
BEFORE HE COULD BE INJURED!
THERE'S NO NEED TO RUN! SHE MEANS US NO HARM!
THEIR FLIGHT HAS STOPPED!
THEY SEEM TO GROW MORE TRUSTFUL!
I AM MEDUSA!
I HAVE COME TO YOUR LAND IN PEACE!
I MERELY DESIRE TO WALK AMONG YOU...AS AN EQUAL!
THERE'S NO LAW AGAINST THAT, LADY!
THE CHILD IS SAFE NOW!
5.

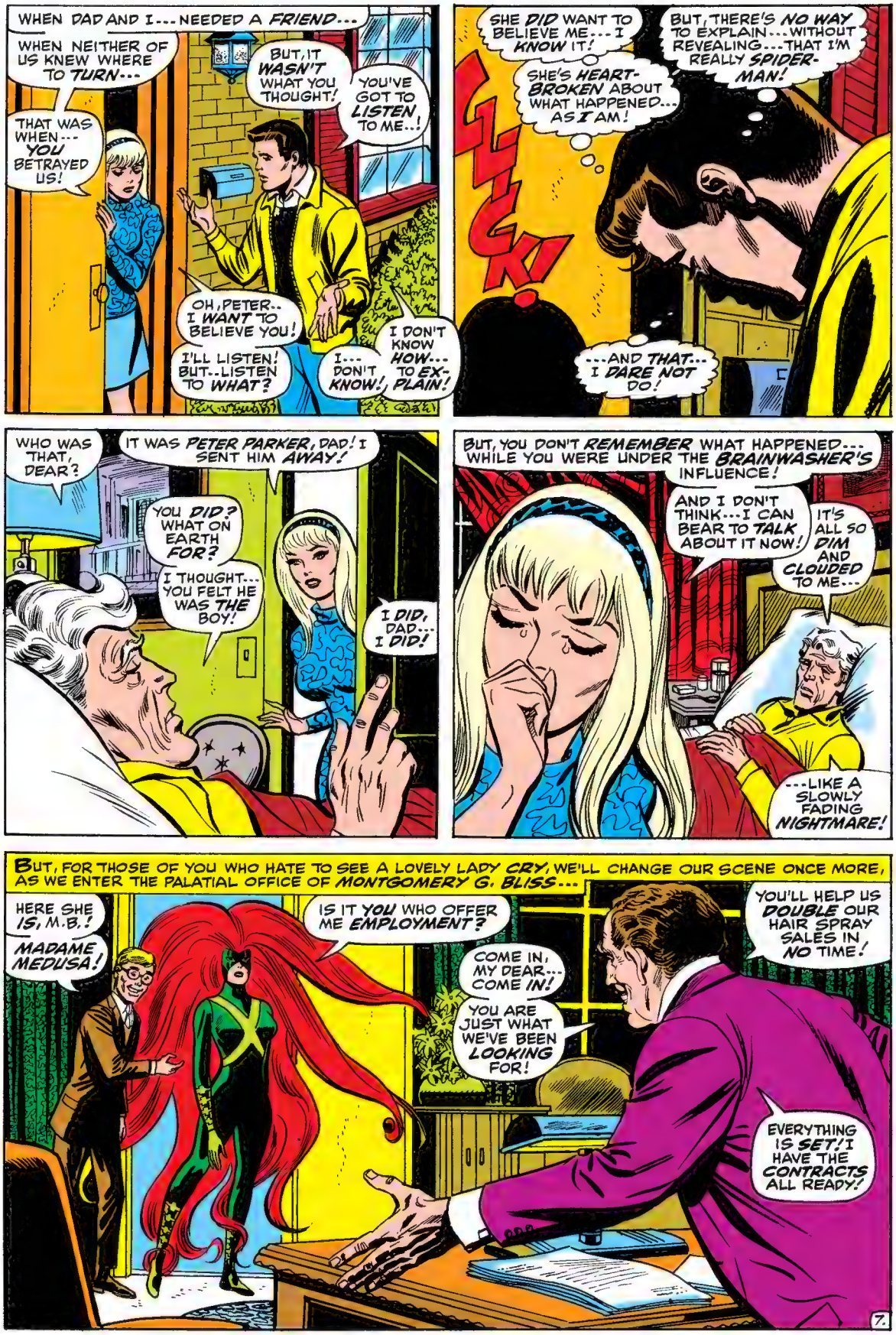

FAR AS I CAN TELL, YOU HAVEN'T BROKEN A SINGLE LAW!
AND IF HAVING LONG HAIR WAS A CRIME... WE'D HAVE TO HAUL AWAY HALF THE KIDS IN TOWN!
PERHAPS I HAVE JUDGED MANKIND TOO HASTILY!
PERHAPS IT IS TIME FOR THE INHUMANS TO COME OUT OF HIDING!
BUT I MUST LEARN MORE! I MUST BE SURE!
SHE MAKES RAQUEL WELCH LOOK LIKE A BOY!
IF SHE'S NOT HUMAN, I'M RESIGNING!
FROM WHAT?
...THE HUMAN RACE!


EH, PARDON ME, MADAM...
I WISH TO MAKE YOU AN OFFER!
AN OFFER?!! THEN SPEAK!

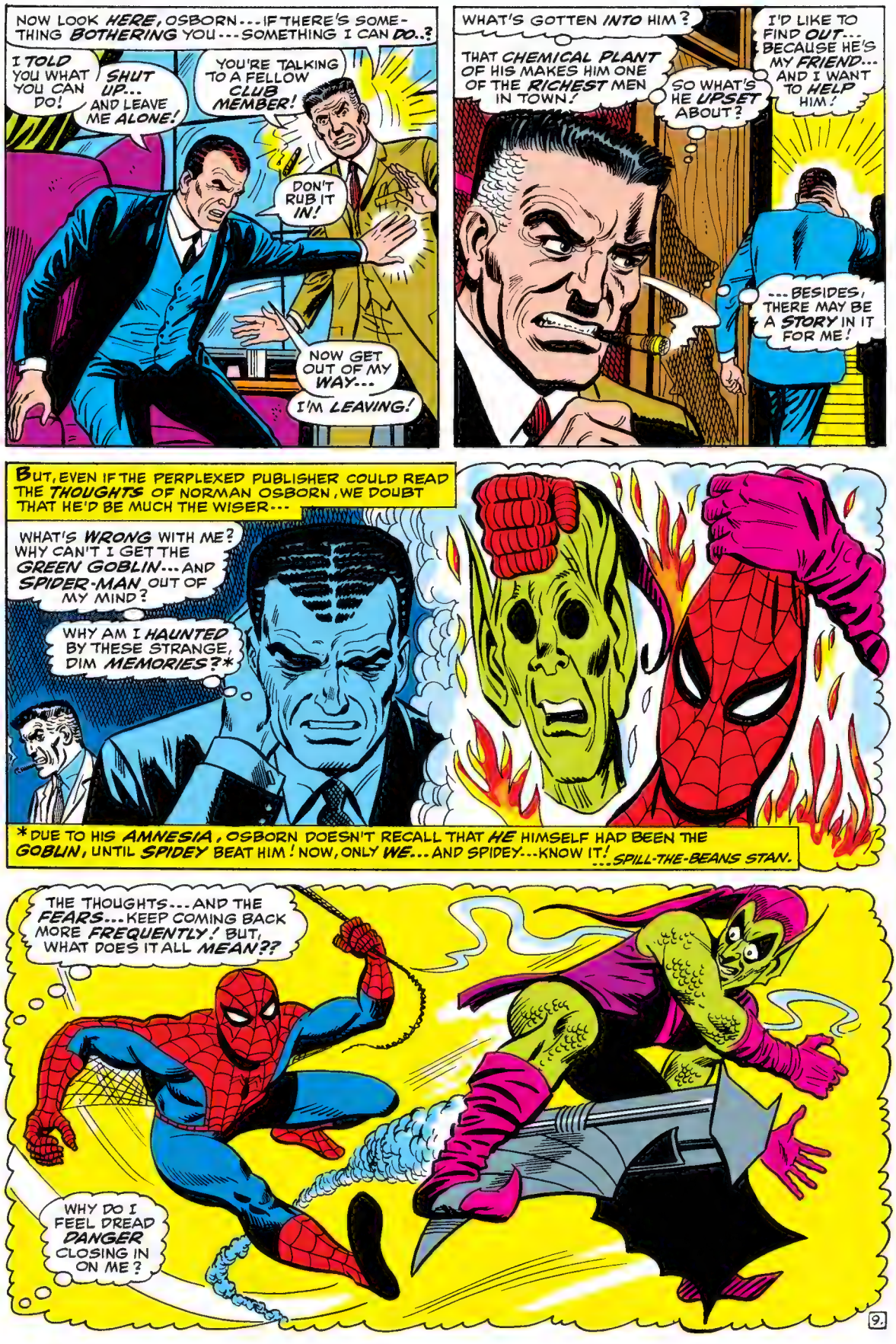
MY EMPLOYER WOULD LIKE YOU TO BE THE HEAVENLY HAIR SPRAY GIRL! WE'RE PREPARED TO PAY YOU AS MUCH AS...
MONEY DOES NOT INTEREST MEDUSA!
BUT YOUR OFFER DOES!
WORKING FOR HUMANS WOULD GIVE ME A RARE OPPORTUNITY TO STUDY THEM!

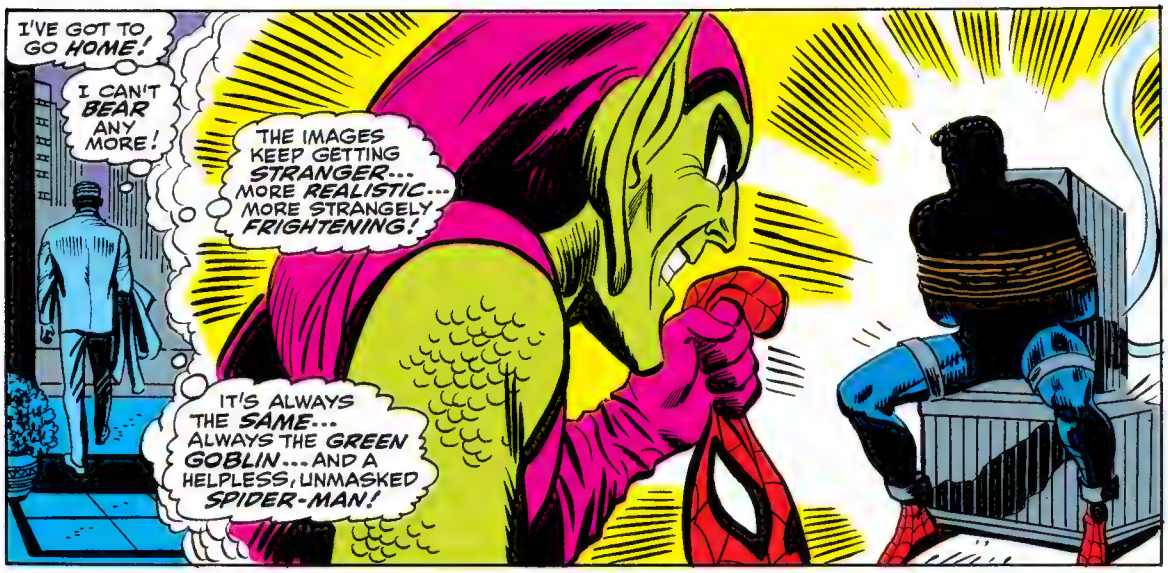

MEANWHILE, A HEAVY-HEARTED YOUTH TRUDGES NERVOUSLY TOWARDS A QUIET, WELL-KEPT GARDEN APARTMENT...
WHEN GWEN SAW ME HIT HER FATHER... AND THEN, WHEN I SOLD THAT PICTURE OF HIM TO THE BUGLE...
SHE COULDN'T KNOW I WAS DOING IT...FOR HIS OWN GOOD!*
* BUT THOSE OF US WHO READ THE LAST ISH...WE KNOW, DON'T WE? ...SMUG STAN.

PETER! I...WOULDN'T HAVE THOUGHT...YOU'D HAVE THE NERVE... TO COME HERE!
GWEN..YOU'VE GOT TO LET ME EXPLAIN!
I DON'T HAVE TO DO... ANYTHING!

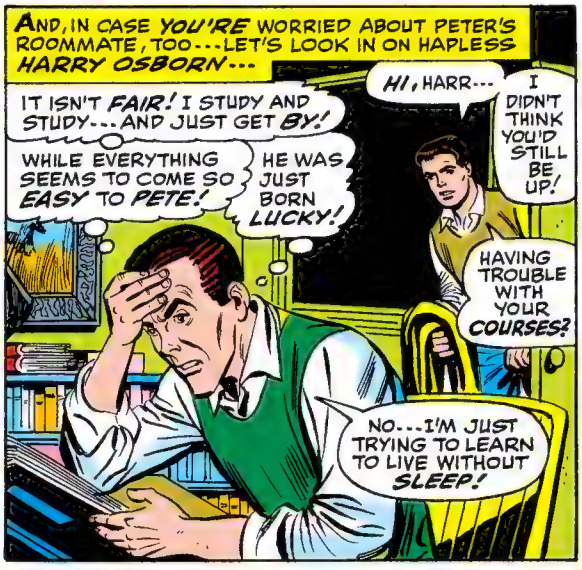

WHEN DAD AND I---NEEDED A FRIEND---
WHEN NEITHER OF US KNEW WHERE TO TURN---
THAT WAS WHEN--- YOU BETRAYED US!
BUT, IT WASN'T WHAT YOU THOUGHT!
YOU'VE GOT TO LISTEN TO ME--!
OH, PETER-- I WANT TO BELIEVE YOU!
I'LL LISTEN! BUT--LISTEN TO WHAT?
I--- DON'T KNOW!
I DON'T KNOW HOW--- TO EX-PLAIN!
SHE DID WANT TO BELIEVE ME--- I KNOW IT!
SHE'S HEART-BROKEN ABOUT WHAT HAPPENED--- AS I AM!
BUT, THERE'S NO WAY TO EXPLAIN---WITHOUT REVEALING---THAT I'M REALLY SPIDER-MAN!
SLICK!
---AND THAT--- I DARE NOT DO!
WHO WAS THAT, DEAR?
IT WAS PETER PARKER, DAD! I SENT HIM AWAY!
YOU DID? WHAT ON EARTH FOR?
I THOUGHT--- YOU FELT HE WAS THE BOY!
I DID, DAD--- I DID!
BUT, YOU DON'T REMEMBER WHAT HAPPENED--- WHILE YOU WERE UNDER THE BRAINWASHER'S INFLUENCE!
AND I DON'T THINK---I CAN BEAR TO TALK ABOUT IT NOW!
IT'S ALL SO DIM AND CLOUDED TO ME---
---LIKE A SLOWLY FADING NIGHTMARE!
BUT, FOR THOSE OF YOU WHO HATE TO SEE A LOVELY LADY CRY, WE'LL CHANGE OUR SCENE ONCE MORE, AS WE ENTER THE PALATIAL OFFICE OF MONTGOMERY G. BLISS---
HERE SHE IS, M.B.! MADAME MEDUSA!
IS IT YOU WHO OFFER ME EMPLOYMENT?
COME IN, MY DEAR--- COME IN!
YOU ARE JUST WHAT WE'VE BEEN LOOKING FOR!
YOU'LL HELP US DOUBLE OUR HAIR SPRAY SALES IN NO TIME!
EVERYTHING IS SET! I HAVE THE CONTRACTS ALL READY!
7.

THERE IS NO NEED FOR CONTRACTS!
MEDUSA'S WORD IS HER BOND!
CERTAINLY, MY DEAR---CERTAINLY! ANYTHING YOU SAY! I'LL CALL OUR ADVERTISING AGENCY IMMEDIATELY!
THEY'LL START DESIGNING THE ADS AT ONCE!
BEFORE LONG, I SHALL BE ABLE TO BRING A MOST COMPLETE REPORT BACK TO MY WAITING PEOPLE!
AND, SPEAKING OF PEOPLE, HERE'S ONE OF OUR FAVORITES --- THE BLUSTERING, BOMBASTIC BUREAUCRATIC BOSS OF THE DAILY BUGLE --- LOVABLE OLD J. JONAH JAMESON, SPENDING A RELAXING FEW MINUTES AT HIS CLUB ---
WHAT?!! SOME FEMALE REFUGEE FROM A FREAK SHOW NAMED MUDUSA --- WITH LIVING HAIR YET --- IS IN TOWN?!!
---AND NOT ONE BUGLE PHOTOGRAPHER WAS ON HAND TO SNAP HER PICTURE?!!
HEADS WILL ROLL WHEN I GET BACK, BLAST IT!
IDIOTIC, INSECT-BRAINED INCOMPETENTS --- ALL OF THEM!
I TELL YOU, OSBORN, THE WORKING MAN ISN'T WORTH A ROW OF BEANS TODAY!
NO MATTER HOW GOOD TO THEM YOU ARE.. IT DOESN'T PAY!
NOW TAKE THAT LAZY, GOOD-FOR-NOTHING PARKER, FOR EXAMPLE--!
OSBORN!! YOU'RE NOT LISTENING TO ME!
WHY DON'T YOU GIVE YOUR LARYNX A REST, JONAH?
I'VE GOT TROUBLES OF MY OWN, RIGHT NOW!
=HRRUMMPH!= I WAS JUST MAKING CONVERSATION, OSBORN!
WELL, MAKE IT SOMEWHERE ELSE!
YOU'RE GIVING ME A HEADACHE!
8

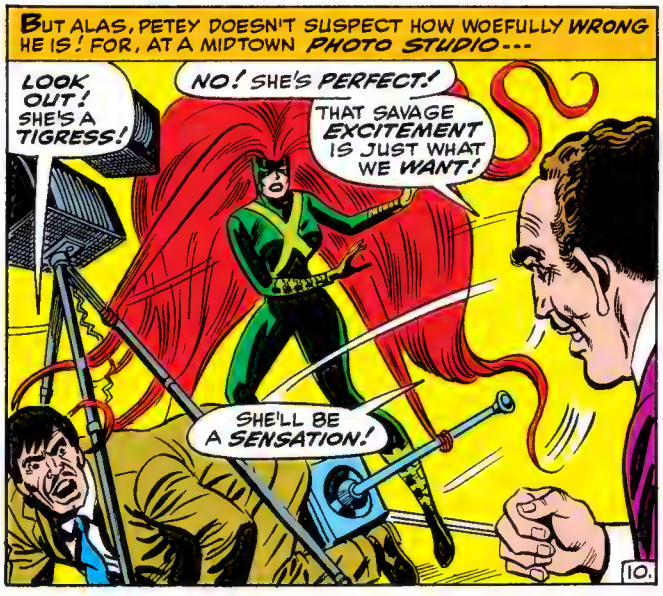

NOW LOOK HERE, OSBORN---IF THERE'S SOMETHING BOTHERING YOU---SOMETHING I CAN DO..?
I TOLD YOU WHAT YOU CAN DO!
SHUT UP... AND LEAVE ME ALONE!
YOU'RE TALKING TO A FELLOW CLUB MEMBER!
DON'T RUB IT IN!
NOW GET OUT OF MY WAY...
I'M LEAVING!
WHAT'S GOTTEN INTO HIM?
THAT CHEMICAL PLANT OF HIS MAKES HIM ONE OF THE RICHEST MEN IN TOWN!
SO WHAT'S HE UPSET ABOUT?
I'D LIKE TO FIND OUT... BECAUSE HE'S MY FRIEND... AND I WANT TO HELP HIM!
...BESIDES, THERE MAY BE A STORY IN IT FOR ME!
BUT, EVEN IF THE PERPLEXED PUBLISHER COULD READ THE THOUGHTS OF NORMAN OSBORN, WE DOUBT THAT HE'D BE MUCH THE WISER---
WHAT'S WRONG WITH ME? WHY CAN'T I GET THE GREEN GOBLIN... AND SPIDER-MAN OUT OF MY MIND?
WHY AM I HAUNTED BY THESE STRANGE, DIM MEMORIES?*
*DUE TO HIS AMNESIA, OSBORN DOESN'T RECALL THAT HE HIMSELF HAD BEEN THE GOBLIN, UNTIL SPIDEY BEAT HIM! NOW, ONLY WE... AND SPIDEY---KNOW IT! ...SPILL-THE-BEANS STAN.
THE THOUGHTS---AND THE FEARS... KEEP COMING BACK MORE FREQUENTLY! BUT, WHAT DOES IT ALL MEAN??
WHY DO I FEEL DREAD DANGER CLOSING IN ON ME?
9.


I'VE GOT TO GO HOME!
I CAN'T BEAR ANY MORE!
THE IMAGES KEEP GETTING STRANGER... MORE REALISTIC... MORE STRANGELY FRIGHTENING!
IT'S ALWAYS THE SAME... ALWAYS THE GREEN GOBLIN... AND A HELPLESS, UNMASKED SPIDER-MAN!

BUT I CAN NEVER REALLY SEE HIS FACE...
ALTHOUGH IT SEEMS TO GET CLEARER EVERY TIME!
I MUST BE... GOING MAD!
BUT, IF I AM... WHAT ABOUT MY SON ... HARRY?
THERE'S NO ONE ELSE... TO LOOK AFTER HIM!

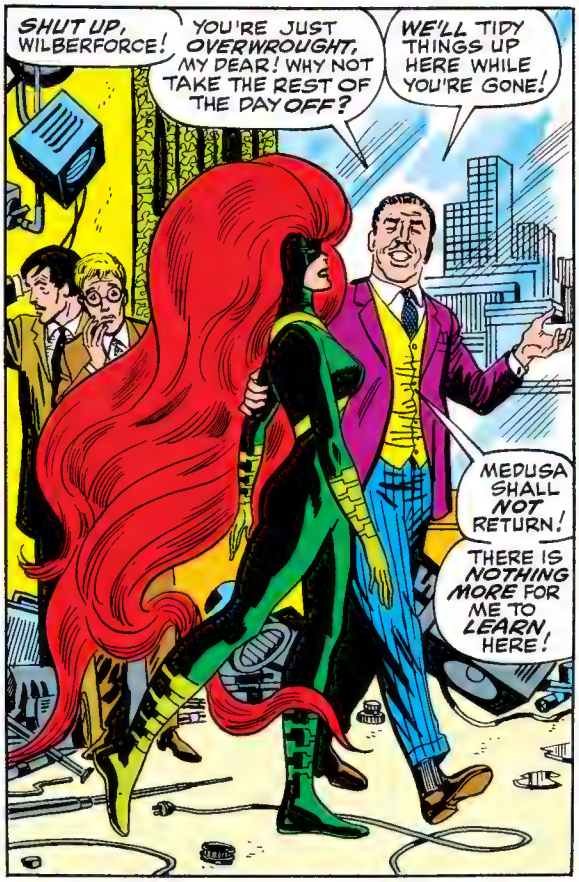

AND, IN CASE YOU'RE WORRIED ABOUT PETER'S ROOMMATE, TOO... LET'S LOOK IN ON HAPLESS HARRY OSBORN...
IT ISN'T FAIR! I STUDY AND STUDY... AND JUST GET BY!
WHILE EVERYTHING SEEMS TO COME SO EASY TO PETE!
HE WAS JUST BORN LUCKY!
HI, HARR...
I DIDN'T THINK YOU'D STILL BE UP!
HAVING TROUBLE WITH YOUR COURSES?
NO... I'M JUST TRYING TO LEARN TO LIVE WITHOUT SLEEP!

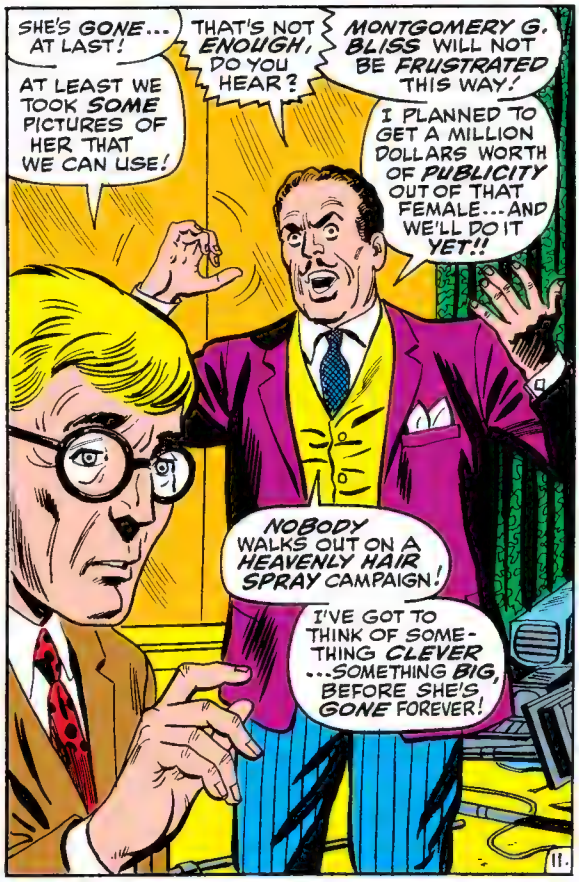
SORRY, PETE... DIDN'T MEAN TO SNAP AT YOU LIKE THAT!
HOW'S IT GOING? HAVE A GOOD TIME WITH GWEN TONIGHT?
GWEN? THAT LITTLE LADY CAN'T SEE ME FOR DUST!
ARE YOU KIDDING? SHE WAS BATTY ABOUT YOU! WHAT HAPPENED?
AW, IT'S A LONG STORY..!
NO SENSE BORING THE TWO OF US WITH MY HANG-UPS!
ANYWAY, THERE'S NOTHING ELSE LEFT TO HAPPEN!

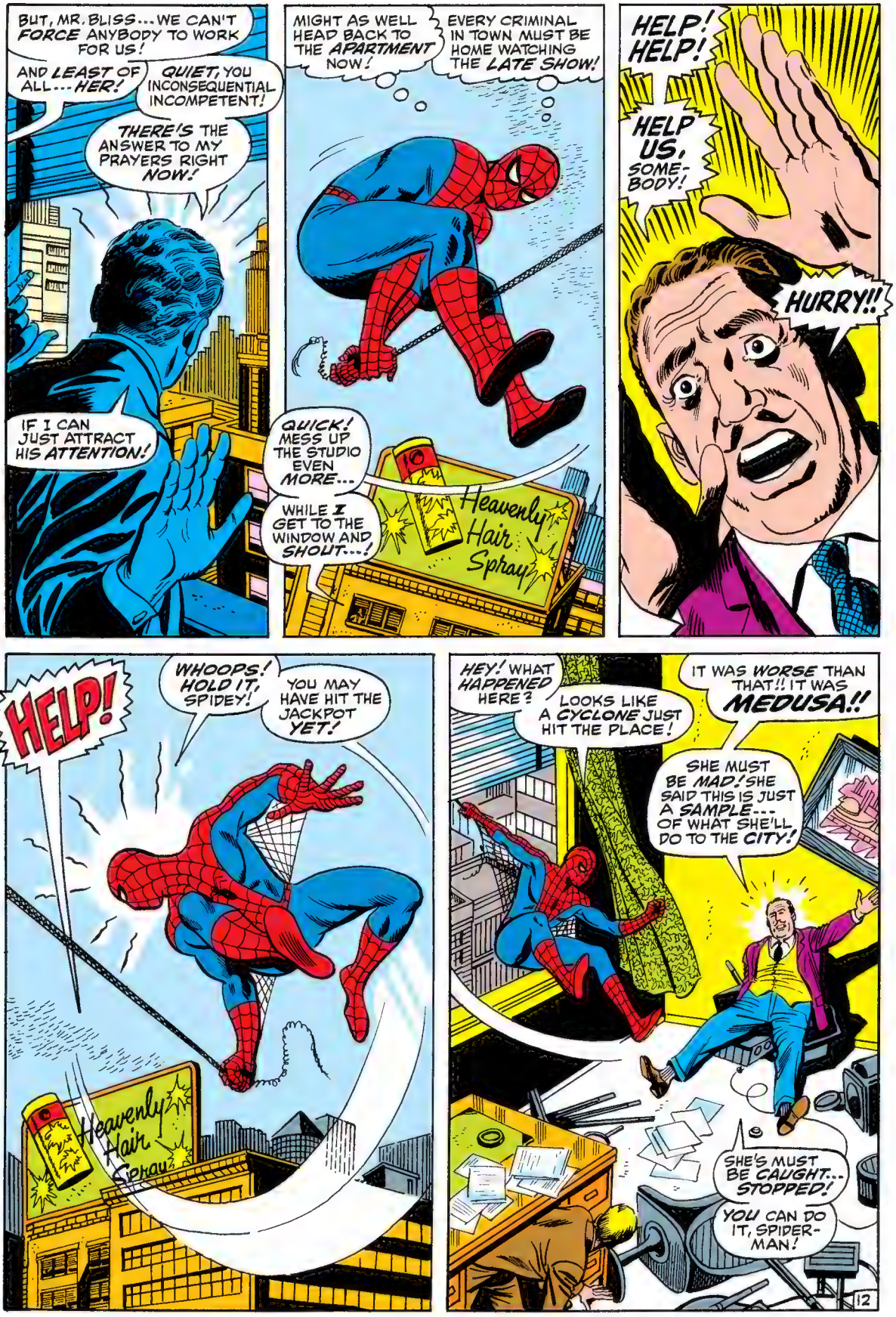

BUT ALAS, PETEY DOESN'T SUSPECT HOW WOEFULLY WRONG HE IS! FOR, AT A MIDTOWN PHOTO STUDIO...
LOOK OUT! SHE'S A TIGRESS!
NO! SHE'S PERFECT!
THAT SAVAGE EXCITEMENT IS JUST WHAT WE WANT!
SHE'LL BE A SENSATION!

HOWEVER, AS THE HOURS OF MODELING CRAWL BY...
I GROW BORED AT HAVING MY HAIR ARRANGE ITSELF IN DIFFERENT STYLES FOR YOUR AMUSEMENT.
BUT, YOU MUST DO IT!
WE'RE NOT PLAYING GAMES! THIS IS AN AD CAMPAIGN!
HEAVENLY HAIR SPRAY WILL MAKE YOU FAMOUS!

KRAK!
FAME? WHAT DOES MEDUSA CARE FOR FAME?
NONE MAY TELL A DAUGHTER OF ATTILAN WHAT SHE MUST DO!
WAIT! STOP! ---THAT EQUIPMENT COSTS THOUSANDS! ...DON'T!
MR. BLISS... WHAT HAVE WE GOTTEN OURSELVES INTO?

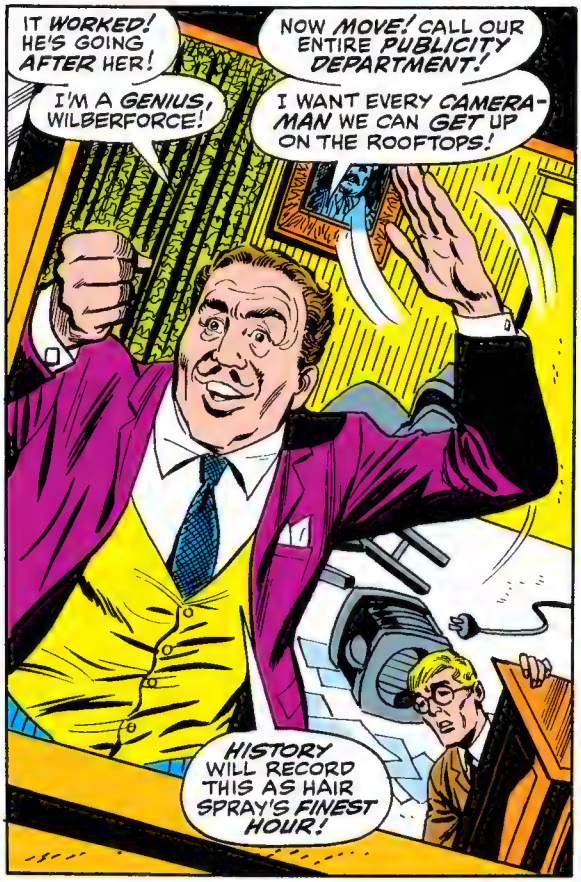

SHUT UP, WILBERFORCE!
YOU'RE JUST OVERWROUGHT, MY DEAR! WHY NOT TAKE THE REST OF THE DAY OFF?
WE'LL TIDY THINGS UP HERE WHILE YOU'RE GONE!
MEDUSA SHALL NOT RETURN!
THERE IS NOTHING MORE FOR ME TO LEARN HERE!

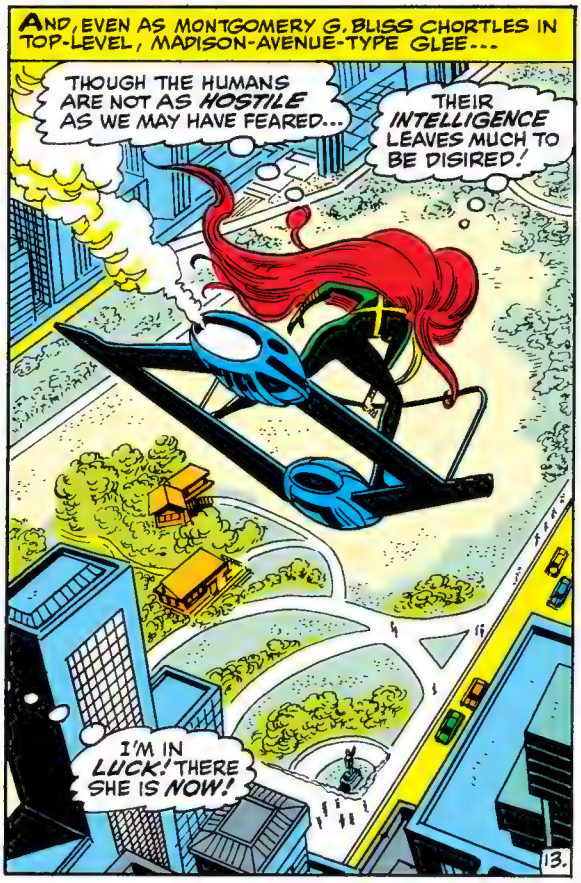

SHE'S GONE... AT LAST!
AT LEAST WE TOOK SOME PICTURES OF HER THAT WE CAN USE!
THAT'S NOT ENOUGH, DO YOU HEAR?
MONTGOMERY G. BLISS WILL NOT BE FRUSTRATED THIS WAY!
I PLANNED TO GET A MILLION DOLLARS WORTH OF PUBLICITY OUT OF THAT FEMALE... AND WE'LL DO IT YET!!
NOBODY WALKS OUT ON A HEAVENLY HAIR SPRAY CAMPAIGN!
I'VE GOT TO THINK OF SOMETHING CLEVER ...SOMETHING BIG, BEFORE SHE'S GONE FOREVER!

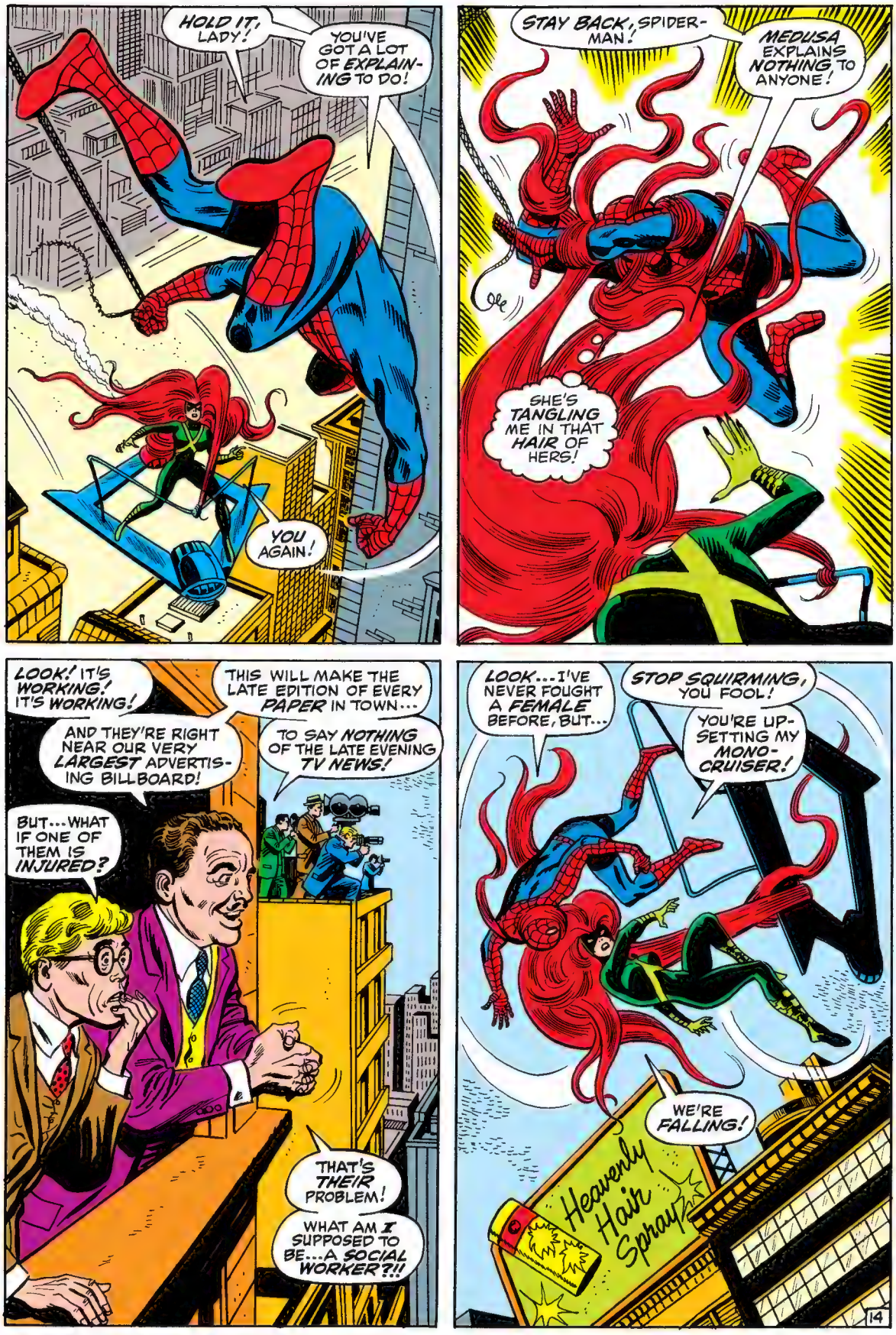

BUT, MR. BLISS... WE CAN'T FORCE ANYBODY TO WORK FOR US!
AND LEAST OF ALL... HER!
QUIET, YOU INCONSEQUENTIAL INCOMPETENT!
THERE'S THE ANSWER TO MY PRAYERS RIGHT NOW!
IF I CAN JUST ATTRACT HIS ATTENTION!
MIGHT AS WELL HEAD BACK TO THE APARTMENT NOW!
EVERY CRIMINAL IN TOWN MUST BE HOME WATCHING THE LATE SHOW!
QUICK! MESS UP THE STUDIO EVEN MORE...
WHILE I GET TO THE WINDOW AND SHOUT...!
Heavenly Hair Spray
HELP! HELP!
HELP US, SOMEBODY!
HURRY!!
HELP!
WHOOPS! HOLD IT, SPIDEY!
YOU MAY HAVE HIT THE JACKPOT YET!
Heavenly Hair Spray
HEY! WHAT HAPPENED HERE?
LOOKS LIKE A CYCLONE JUST HIT THE PLACE!
IT WAS WORSE THAN THAT!! IT WAS MEDUSA!!
SHE MUST BE MAD! SHE SAID THIS IS JUST A SAMPLE--- OF WHAT SHE'LL DO TO THE CITY!
SHE'S MUST BE CAUGHT... STOPPED!
YOU CAN DO IT, SPIDER-MAN!

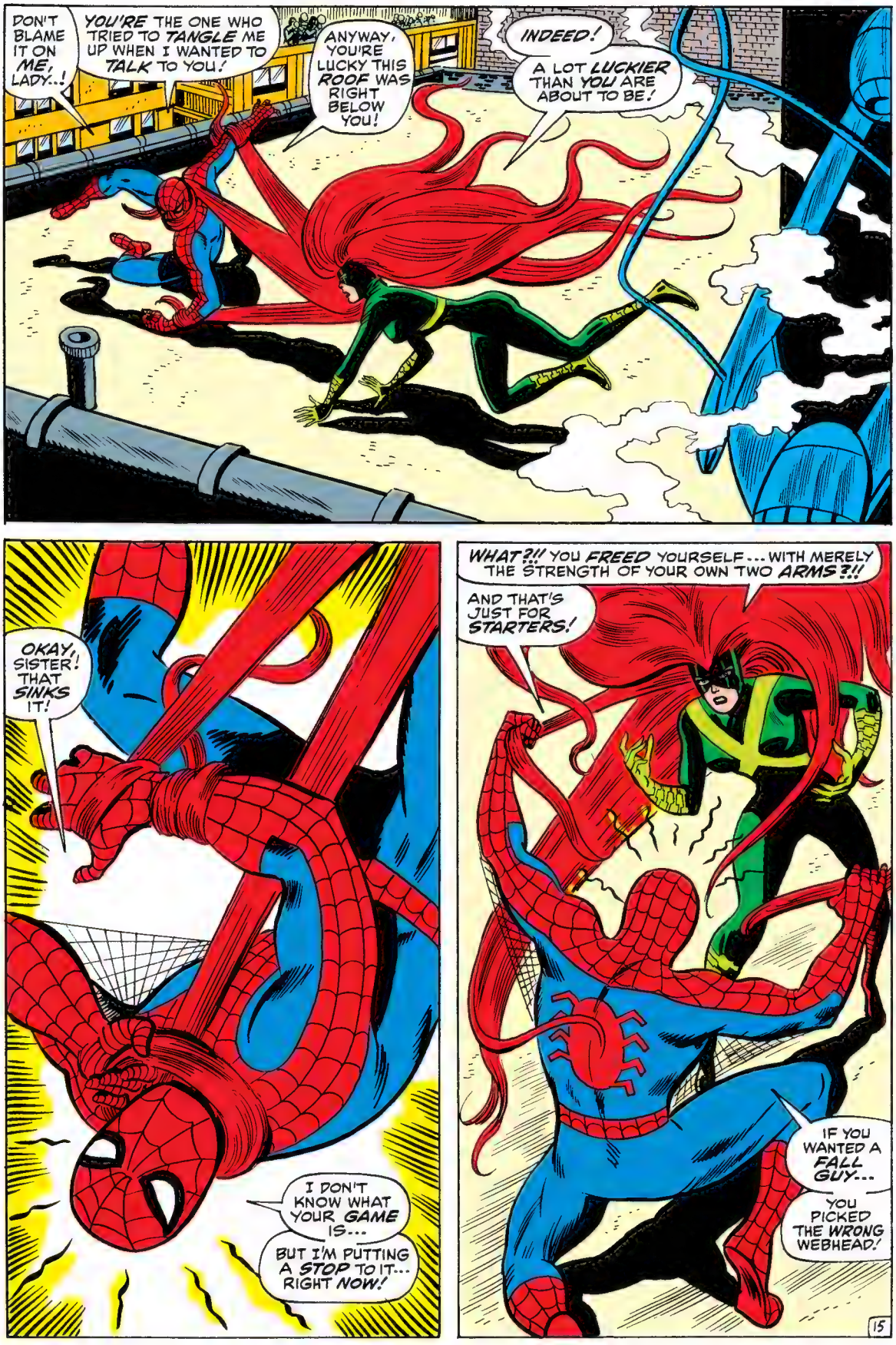
BUT...I DON'T GET IT! DID SHE ROB YOU?
NO! ALL SHE WANTED TO DO WAS WRECK THE PLACE!
DON'T WASTE TIME TALKING! NO TELLING WHO SHE'S ATTACKING NOW!
BUT WHY DID SHE DO IT? WHAT'S SHE AFTER?
WHY ASK ME?? I'M NOT HER HEADSHRINKER!
JUST GO GET HER!

IT STILL DOESN'T MAKE SENSE TO ME!
HURRY! SHE CAN'T HAVE GONE FAR!
HE'S RIGHT ABOUT ONE THING---
IF SHE IS DANGEROUS, I'VE GOT TO STOP HER FIRST---AND ASK QUESTIONS LATER!


IT WORKED! HE'S GOING AFTER HER!
I'M A GENIUS, WILBERFORCE!
NOW MOVE! CALL OUR ENTIRE PUBLICITY DEPARTMENT!
I WANT EVERY CAMERAMAN WE CAN GET UP ON THE ROOFTOPS!
HISTORY WILL RECORD THIS AS HAIR SPRAY'S FINEST HOUR!

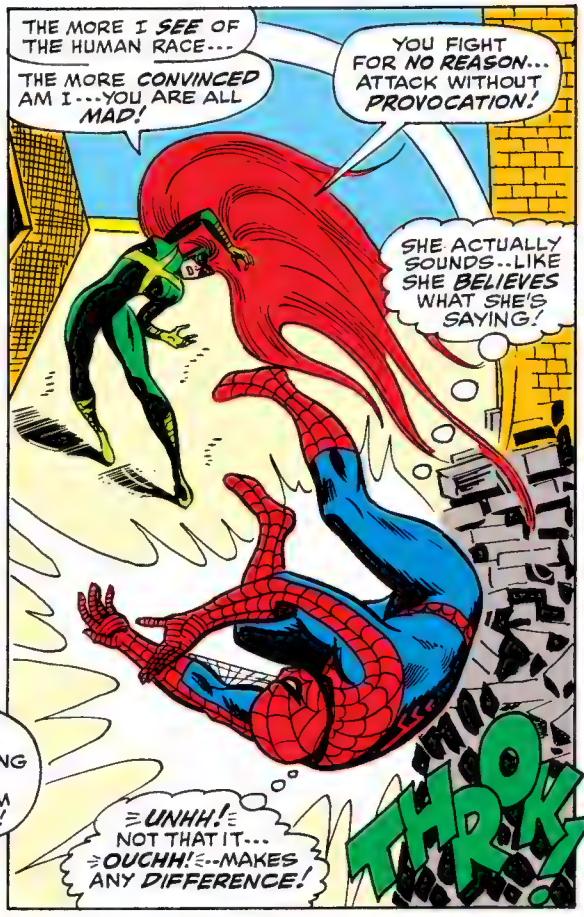

AND, EVEN AS MONTGOMERY G. BLISS CHORTLES IN TOP-LEVEL, MADISON-AVENUE-TYPE GLEE---
THOUGH THE HUMANS ARE NOT AS HOSTILE AS WE MAY HAVE FEARED...
THEIR INTELLIGENCE LEAVES MUCH TO BE DISIRED!
I'M IN LUCK! THERE SHE IS NOW!


HOLD IT, LADY!
YOU'VE GOT A LOT OF EXPLAINING TO DO!
YOU AGAIN!
STAY BACK, SPIDER-MAN!
MEDUSA EXPLAINS NOTHING TO ANYONE!
SHE'S TANGLING ME IN THAT HAIR OF HERS!
LOOK! IT'S WORKING! IT'S WORKING!
THIS WILL MAKE THE LATE EDITION OF EVERY PAPER IN TOWN...
AND THEY'RE RIGHT NEAR OUR VERY LARGEST ADVERTISING BILLBOARD!
TO SAY NOTHING OF THE LATE EVENING TV NEWS!
BUT...WHAT IF ONE OF THEM IS INJURED?
THAT'S THEIR PROBLEM!
WHAT AM I SUPPOSED TO BE...A SOCIAL WORKER?!!
LOOK...I'VE NEVER FOUGHT A FEMALE BEFORE, BUT...
STOP SQUIRMING, YOU FOOL!
YOU'RE UPSETTING MY MONO-CRUISER!
WE'RE FALLING!
Heavenly Hair Spray
14

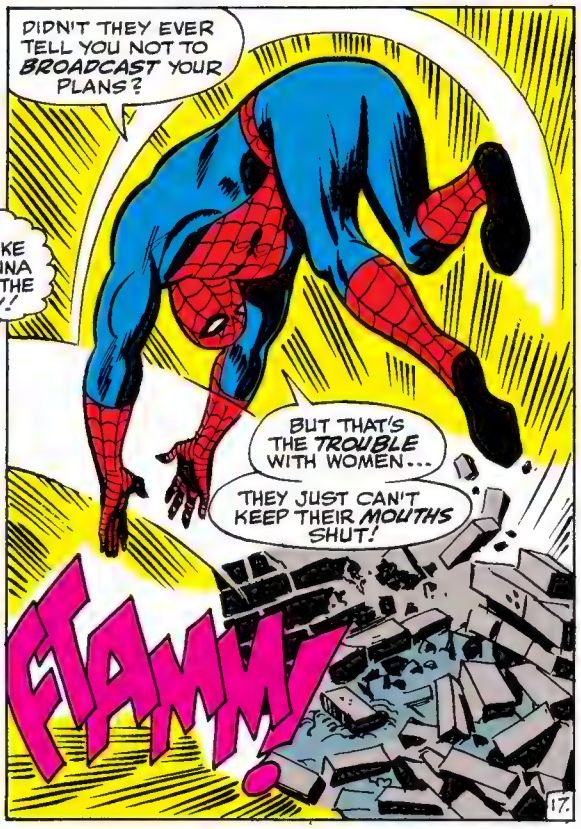

DON'T BLAME IT ON ME, LADY..!
YOU'RE THE ONE WHO TRIED TO TANGLE ME UP WHEN I WANTED TO TALK TO YOU!
ANYWAY, YOU'RE LUCKY THIS ROOF WAS RIGHT BELOW YOU!
INDEED!
A LOT LUCKIER THAN YOU ARE ABOUT TO BE!
OKAY, SISTER! THAT SINKS IT!
I DON'T KNOW WHAT YOUR GAME IS...
BUT I'M PUTTING A STOP TO IT... RIGHT NOW!
WHAT?!! YOU FREED YOURSELF... WITH MERELY THE STRENGTH OF YOUR OWN TWO ARMS?!!
AND THAT'S JUST FOR STARTERS!
IF YOU WANTED A FALL GUY...
YOU PICKED THE WRONG WEBHEAD!

NOW JUST COOL IT, LADY!
I'M WILLING TO LISTEN TO YOUR SIDE OF THE STORY---
---IF YOU'VE GOT ONE!
YOU ARE WILLING TO LISTEN TO MEDUSA?
WHY, YOU PRESUMPTUOUS, COSTUMED CLOD---!
MEDUSA SHALL DECIDE WHO WILL LISTEN--- AND WHEN!
KRAK!
SNAPP!
NO MERE HUMAN SHALL DICTATE TERMS TO ME!
SHE CAN DO ANYTHING WITH THAT HAIR OF HERS!
--EVEN CRACK IT LIKE A WHIP!
LOOK, LADY--- IF YOU'VE GOT YOUR PRIDE---
I'VE GOT MINE, ALSO!
NOBODY'S USING ME AS A WHIPPING BOY!
---NOT EVEN A RING-A-DING REDHEAD WITH A FAR-OUT FRIGHT WIG!

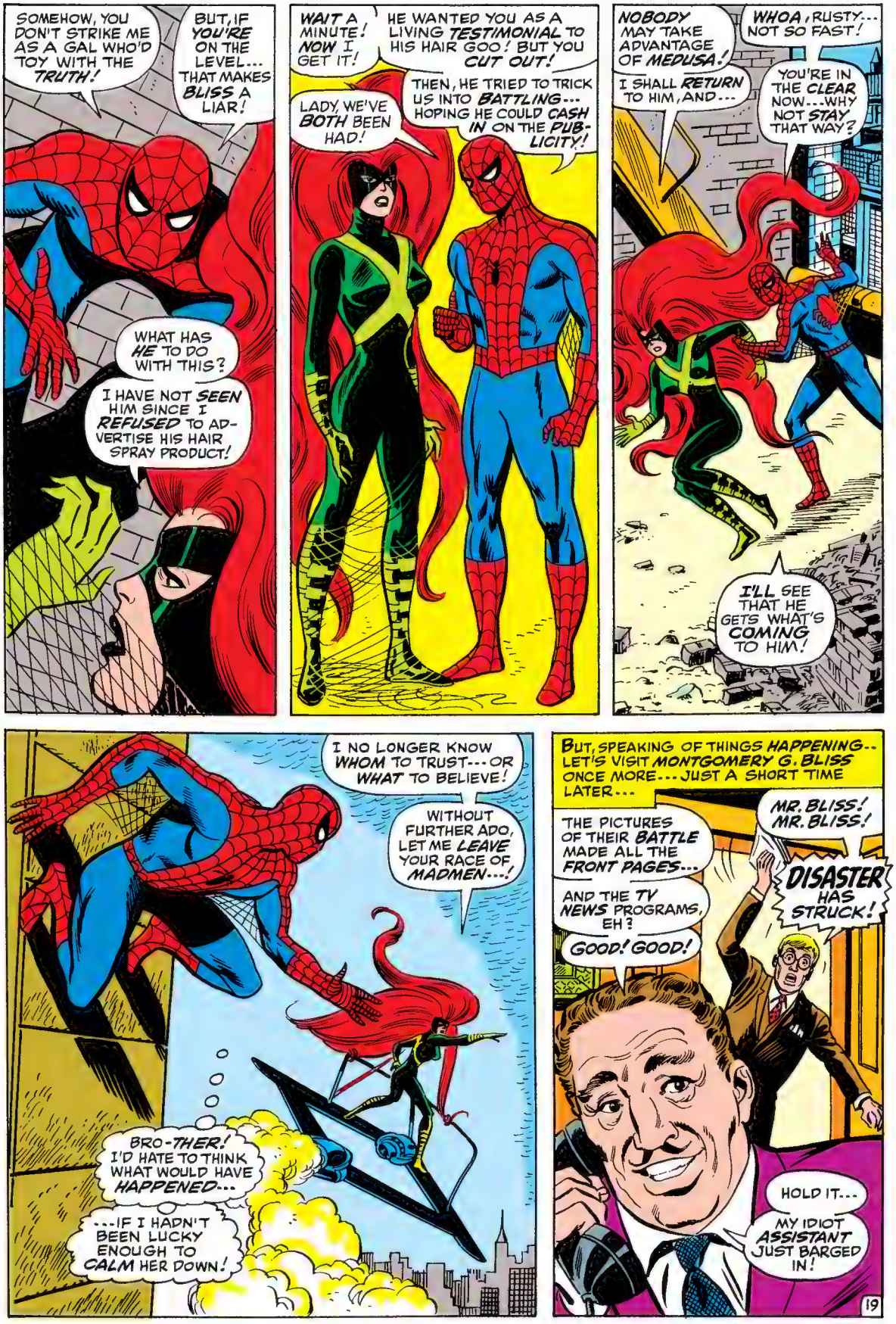
NONE MAY ADDRESS THE MIGHTIEST FEMALE INHUMAN IN SUCH A MANNER!
JUST AS NONE MAY DARE ASSAULT THE MISTRESS OF THE LIVING LOCKS!
THE WAY SHE USES HER HAIR...IT'S LIKE FIGHTING SOMEONE WHO HAS A THOUSAND ARMS!
NOW I REALIZE WHY WE HAVE SO LONG REMAINED HIDDEN FROM MANKIND..!

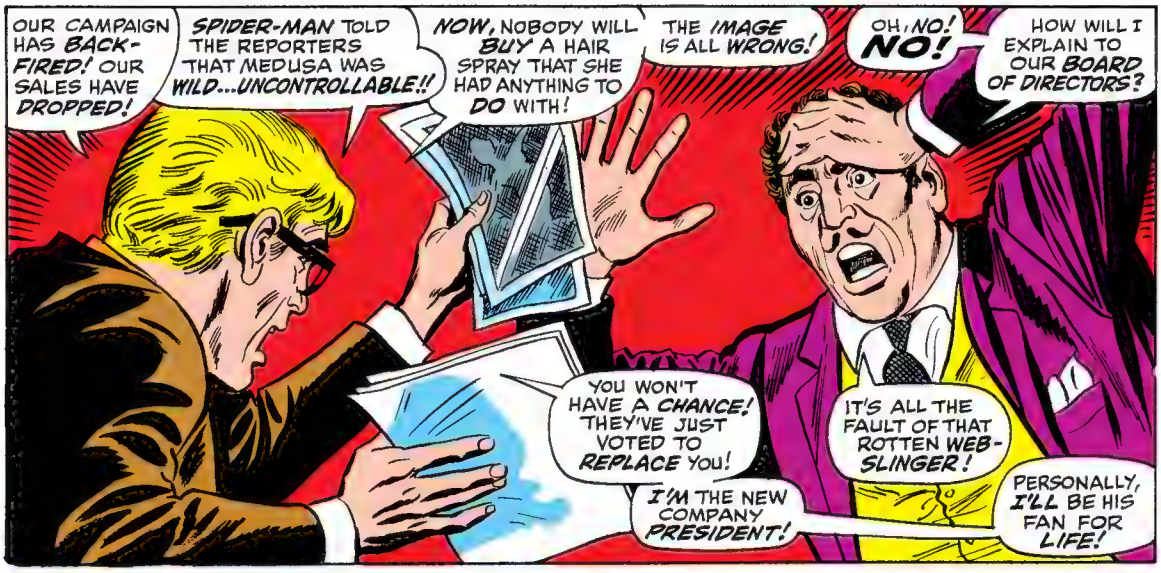

THE MORE I SEE OF THE HUMAN RACE---
THE MORE CONVINCED AM I---YOU ARE ALL MAD!
YOU FIGHT FOR NO REASON... ATTACK WITHOUT PROVOCATION!
SHE ACTUALLY SOUNDS--LIKE SHE BELIEVES WHAT SHE'S SAYING!
UNHH! NOT THAT IT... OUCHH!--MAKES ANY DIFFERENCE!
THROK!

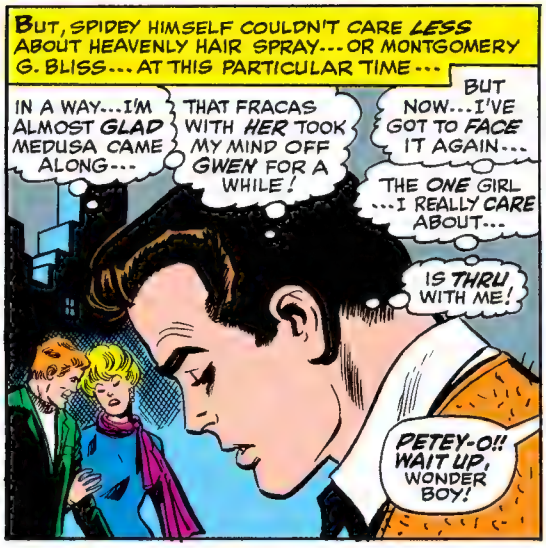
YOU THINK BECAUSE MEDUSA IS A FEMALE THAT SHE CANNOT BE YOUR BETTER?
BUT NOW--- YOU SHALL LEARN HOW WRONG YOU ARE--!
AND IT SOUNDS LIKE SHE'S GONNA TEACH ME THE HARD WAY!

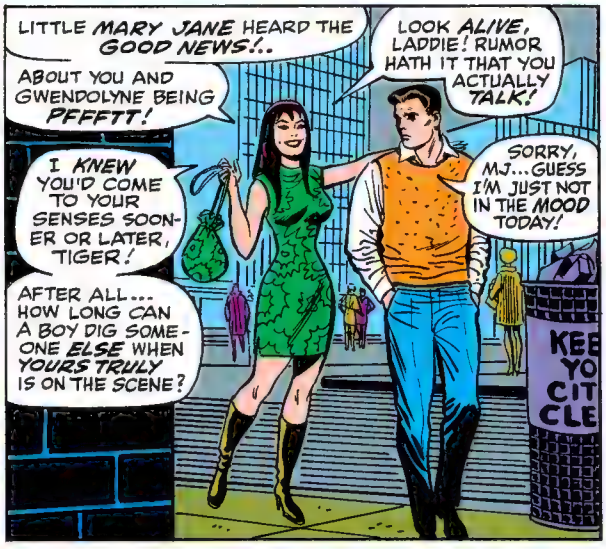

DIDN'T THEY EVER TELL YOU NOT TO BROADCAST YOUR PLANS?
BUT THAT'S THE TROUBLE WITH WOMEN...
THEY JUST CAN'T KEEP THEIR MOUTHS SHUT!
FTAMM!

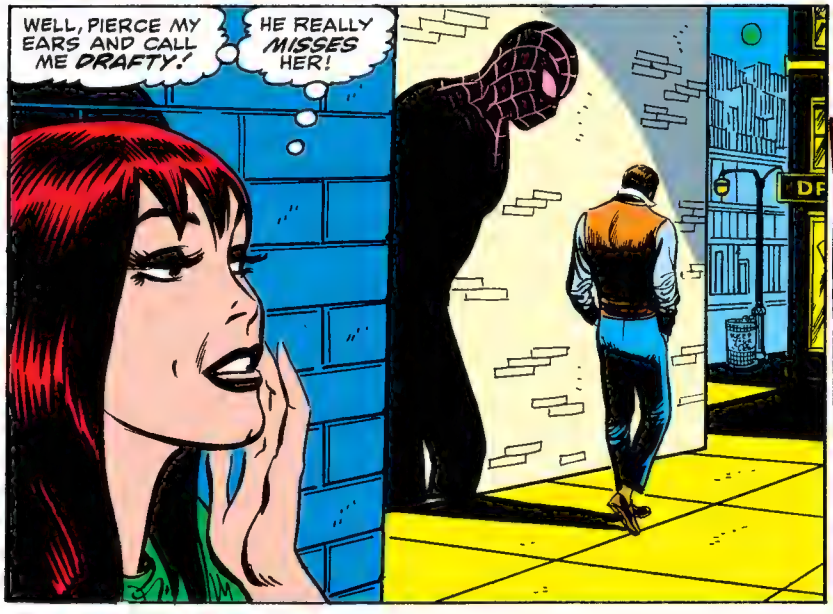
SINCE YOU WON'T LISTEN TO REASON, I'LL HAVE TO WASTE SOME MORE WEBBING ON YOU!
NOW CUT OUT THE SQUIRMING, HUH?
I'D HATE TO TELL YOU WHAT THIS STUFF COSTS!
ENOUGH!
MEDUSA SHALL ENDURE NO MORE!
GOOD! THEN YOU'RE READY TO SIMMER DOWN AND TALK SENSE, SO WE CAN...
HEY!
HER HAIR SLICED RIGHT THRU MY WEBBING!
SNIZT!
MEDUSA IS READY FOR BUT ONE THING ALONE..!
...TO RETURN TO HER PEOPLE ...TO HER WORLD OF SANITY!
FROM WHAT I HAVE SEEN... OF THE CONDUCT OF HUMANITY...
NEVER SHALL WE DWELL AMONG YOU!
FROM THIS DAY FORTH... OUR PROUDEST BOAST WILL BE... WE ARE THE INHUMANS! WE ARE A RACE APART!
TO YOU... AND YOUR KIND... WE LEAVE THIS WORLD OF VIOLENCE!
BUT FIRST... BEFORE I DEPART...
THE HAIR OF MEDUSA WILL TEACH YOU A LESSON SUCH AS YOU HAVE NEVER KNOWN!
WAIT! HOLD IT!
EITHER YOU'RE NUTS ...OR I AM!
WASN'T IT YOU WHO THREATENED TO WRECK THE CITY?
IF THAT'S NOT VIOLENCE, WHAT IS?
MEDUSA SAID NO SUCH THING!


SOMEHOW, YOU DON'T STRIKE ME AS A GAL WHO'D TOY WITH THE TRUTH!
BUT, IF YOU'RE ON THE LEVEL... THAT MAKES BLISS A LIAR!
WHAT HAS HE TO DO WITH THIS?
I HAVE NOT SEEN HIM SINCE I REFUSED TO ADVERTISE HIS HAIR SPRAY PRODUCT!
WAIT A MINUTE! NOW I GET IT!
HE WANTED YOU AS A LIVING TESTIMONIAL TO HIS HAIR GOO! BUT YOU CUT OUT!
THEN, HE TRIED TO TRICK US INTO BATTLING... HOPING HE COULD CASH IN ON THE PUBLICITY!
LADY, WE'VE BOTH BEEN HAD!
NOBODY MAY TAKE ADVANTAGE OF MEDUSA!
WHOA, RUSTY... NOT SO FAST!
I SHALL RETURN TO HIM, AND...
YOU'RE IN THE CLEAR NOW...WHY NOT STAY THAT WAY?
I'LL SEE THAT HE GETS WHAT'S COMING TO HIM!
I NO LONGER KNOW WHOM TO TRUST--- OR WHAT TO BELIEVE!
WITHOUT FURTHER ADO, LET ME LEAVE YOUR RACE OF MADMEN---!
BRO-THER! I'D HATE TO THINK WHAT WOULD HAVE HAPPENED...
...IF I HADN'T BEEN LUCKY ENOUGH TO CALM HER DOWN!
BUT, SPEAKING OF THINGS HAPPENING.. LET'S VISIT MONTGOMERY G. BLISS ONCE MORE... JUST A SHORT TIME LATER...
THE PICTURES OF THEIR BATTLE MADE ALL THE FRONT PAGES...
AND THE TV NEWS PROGRAMS, EH?
GOOD! GOOD!
MR. BLISS! MR. BLISS!
DISASTER HAS STRUCK!
HOLD IT...
MY IDIOT ASSISTANT JUST BARGED IN!
19


OUR CAMPAIGN HAS BACK-FIRED! OUR SALES HAVE DROPPED!
SPIDER-MAN TOLD THE REPORTERS THAT MEDUSA WAS WILD...UNCONTROLLABLE!!
NOW, NOBODY WILL BUY A HAIR SPRAY THAT SHE HAD ANYTHING TO DO WITH!
THE IMAGE IS ALL WRONG!
OH, NO! NO!
HOW WILL I EXPLAIN TO OUR BOARD OF DIRECTORS?
YOU WON'T HAVE A CHANCE! THEY'VE JUST VOTED TO REPLACE YOU!
I'M THE NEW COMPANY PRESIDENT!
IT'S ALL THE FAULT OF THAT ROTTEN WEB-SLINGER!
PERSONALLY, I'LL BE HIS FAN FOR LIFE!


BUT, SPIDEY HIMSELF COULDN'T CARE LESS ABOUT HEAVENLY HAIR SPRAY--- OR MONTGOMERY G. BLISS--- AT THIS PARTICULAR TIME ---
IN A WAY...I'M ALMOST GLAD MEDUSA CAME ALONG---
THAT FRACAS WITH HER TOOK MY MIND OFF GWEN FOR A WHILE!
BUT NOW...I'VE GOT TO FACE IT AGAIN---
THE ONE GIRL ---I REALLY CARE ABOUT...
IS THRU WITH ME!
PETEY-O!! WAIT UP, WONDER BOY!


LITTLE MARY JANE HEARD THE GOOD NEWS!..
ABOUT YOU AND GWENDOLYNE BEING PFFFTT!
I KNEW YOU'D COME TO YOUR SENSES SOONER OR LATER, TIGER!
AFTER ALL... HOW LONG CAN A BOY DIG SOMEONE ELSE WHEN YOURS TRULY IS ON THE SCENE?
LOOK ALIVE, LADDIE! RUMOR HATH IT THAT YOU ACTUALLY TALK!
SORRY, MJ...GUESS I'M JUST NOT IN THE MOOD TODAY!



NEXT:

THE VULTURE FLIES AGAIN!

the AMAZING
SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
WINGS IN THE NIGHT!
MARVEL COMICS GROUP
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63 AUG

THE AMAZING SPIDER-MAN!
WINGS IN THE NIGHT!
VULTURE!
THE DICTIONARY SAYS: "...A BIRD, PERSON, OR CREATURE THAT STRIKES RUTHLESSLY AND RAVENOUSLY..." BUT, AS WE SOON SHALL SEE, THERE IS MUCH MORE TO IT THAN THAT---!
PEERLESSLY PRODUCED BY:
STAN (THE MAN) LEE and JOHN (RING-A-DING) ROMITA
AIDED AND ABETTED BY: DON (HERO) HECK
INKING: MICKEY DEMEO ★ LETTERING: SAM ROSEN

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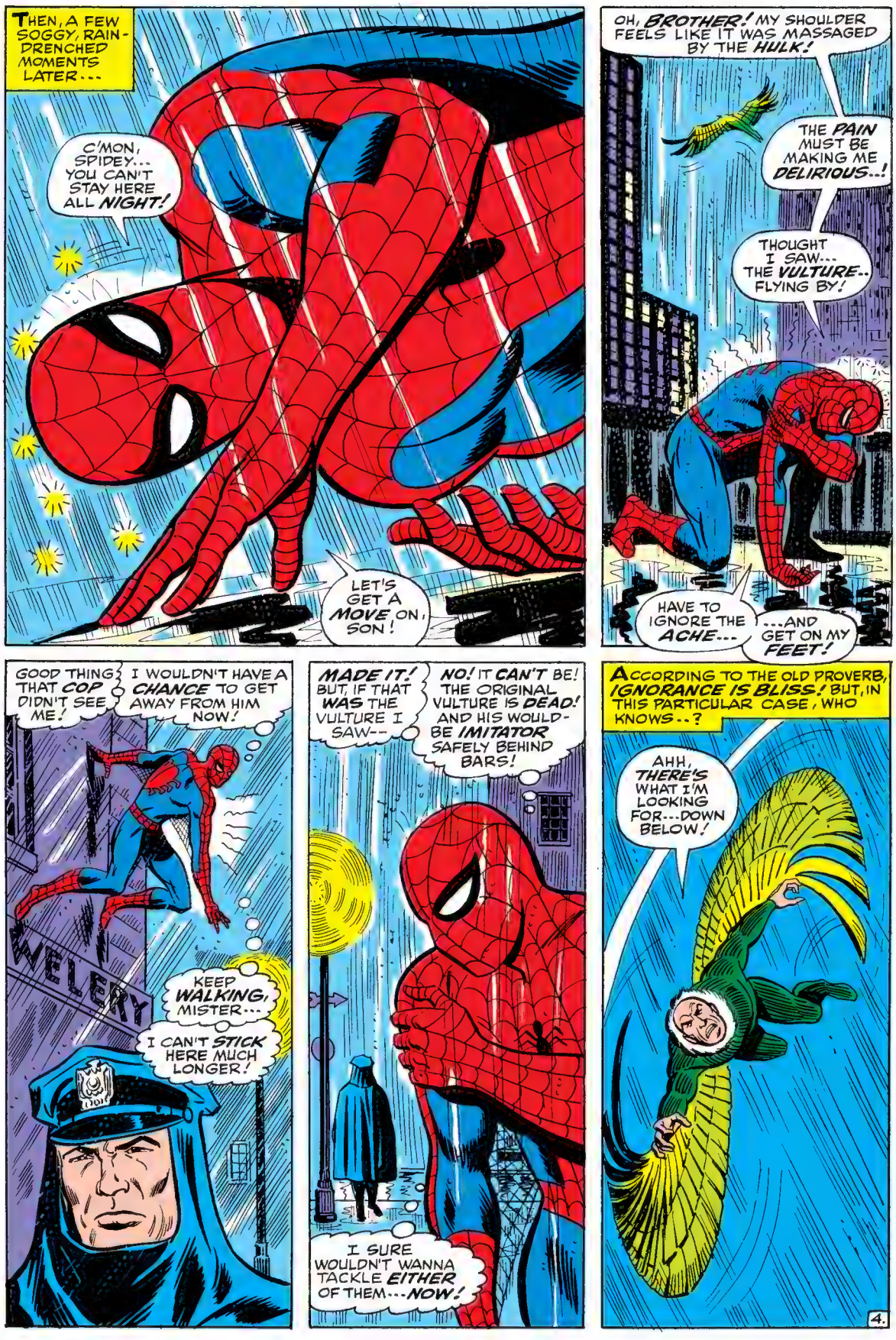
NO! YOUR EYES DO NOT DECEIVE YOU! THIS IS INDEED THE ORIGINAL VULTURE... THE MYSTERIOUS WINGED MENACE WHO DIED WHILE IN PRISON, IN ISSUE #48... OR, SO WE THOUGHT..!
I HAVE REMAINED IN HIDING LONG ENOUGH!
IT'S TIME ONCE MORE FOR THE REAL VULTURE TO FLY AGAIN!

NONE BUT I HAVE THE SKILL, AND THE CUNNING, AND THE POWER TO CARRY OUT MY CAREFULLY-LAID PLAN..!
NO ONE CAN SUCCESSFULLY DUPLICATE MY FEATS!

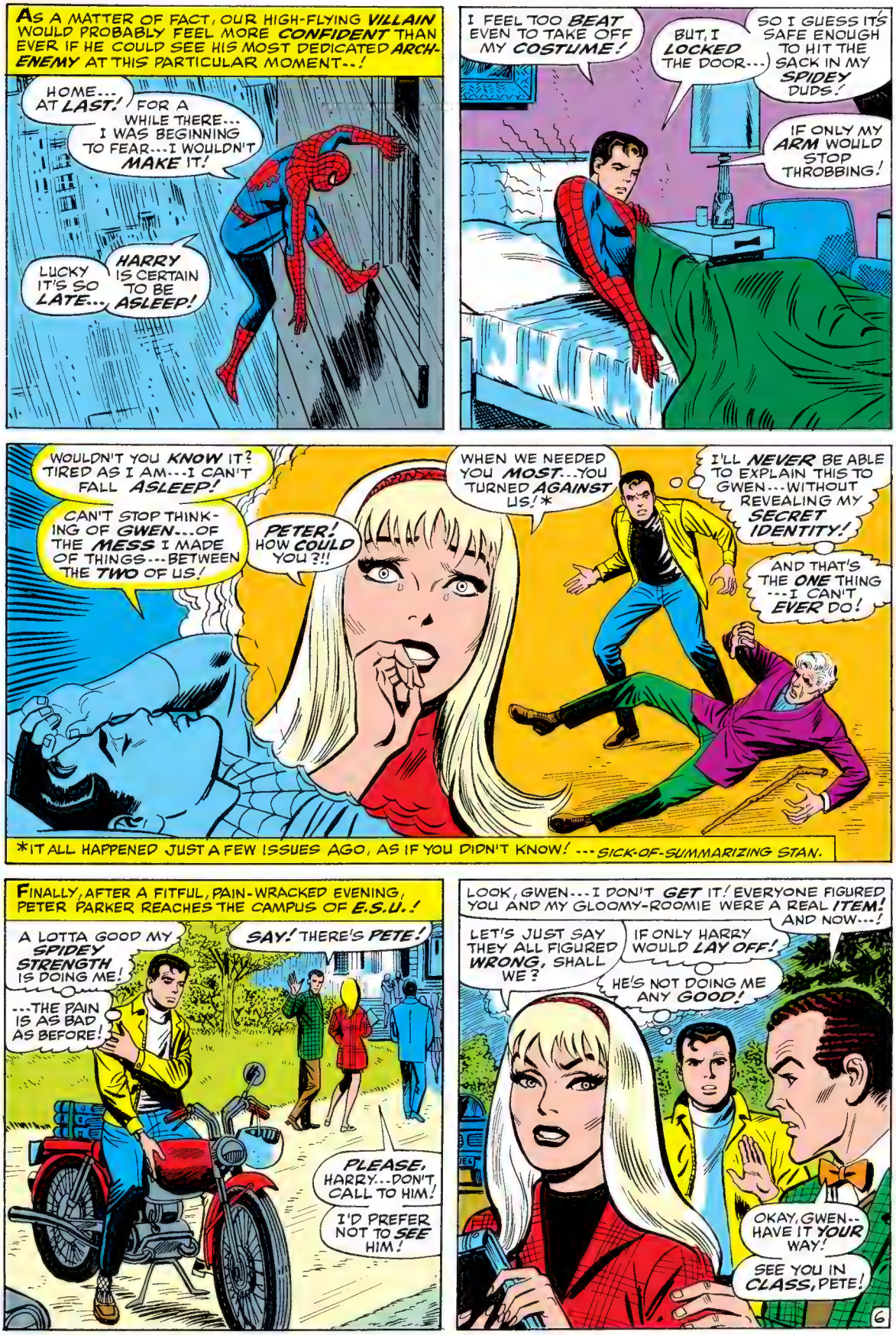
WHEN HE THOUGHT ME DEAD, MY EX-CELLMATE, BLACKIE DRAGO, TRIED TO TAKE MY PLACE!
BUT HE WAS EASILY DEFEATED BY THAT SNIVELLING, SO-CALLED SUPERHERO... SPIDER-MAN!
AND NOW, DRAGO IS IN PRISON... WHILE SPIDER-MAN HAS CROSSED THE VULTURE OFF HIS LIST!
...WHICH WILL PROVE TO BE... THE WEB-SLINGER'S BIGGEST MISTAKE!

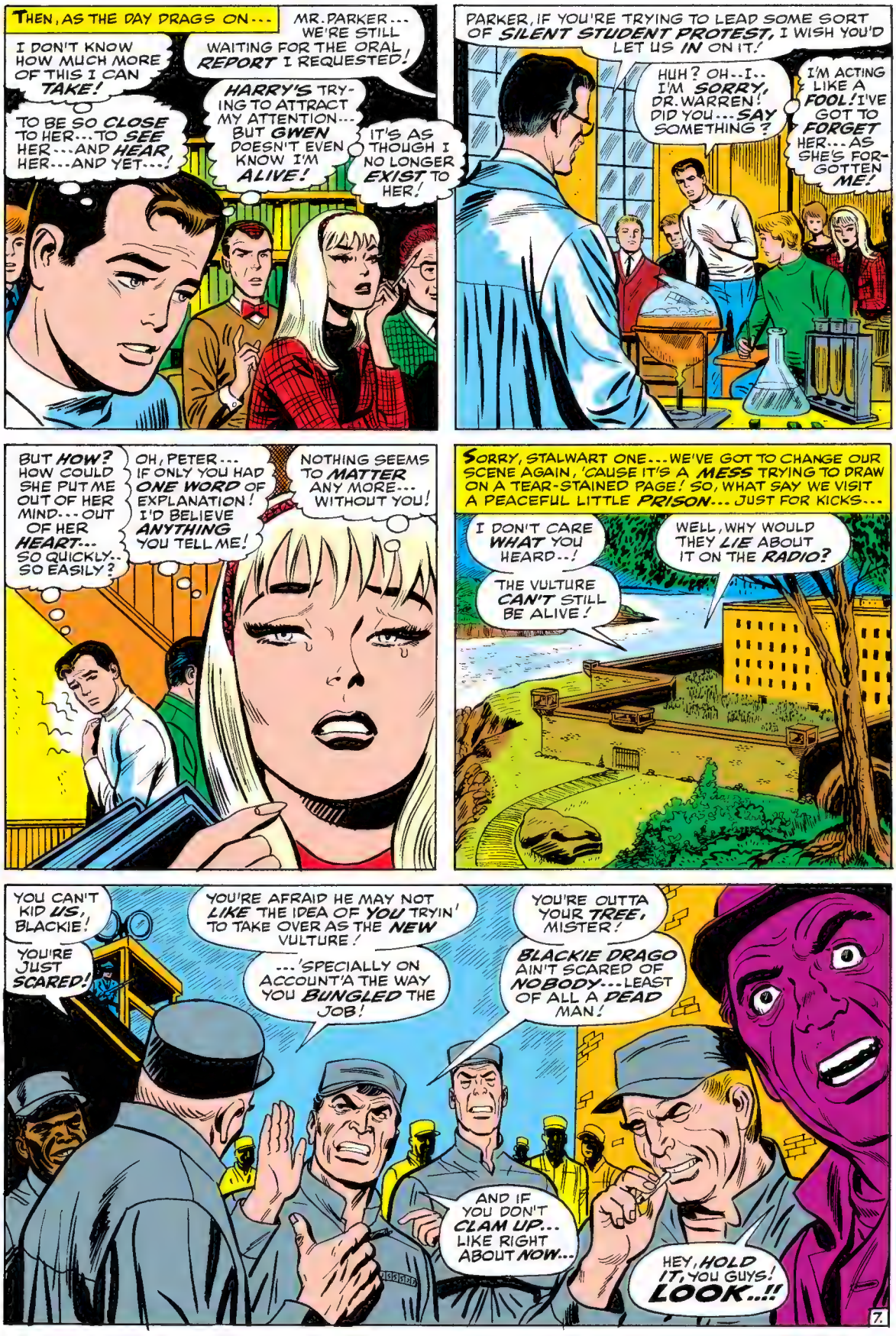
AND, SPEAKING OF OUR FRIENDLY NEIGHBORHOOD SPIDER-MAN...
I DON'T MIND A LITTLE RAIN...
BUT IT'S STARTING TO COME DOWN IN BUCKETS!
AND THAT MEANS BIG TROUBLE FOR ME!
2.

JUST WHAT I WAS AFRAID OF--!
CAN'T SHOOT MY WEBBING IN A DOWNPOUR LIKE THIS!
EVEN IF I COULD... IT'S NOT WATER-PROOF...
IT WON'T STICK TO ANYTHING!
FALLING!! GONNA CRASH BELOW---!
THAT LEDGE! IF I CAN JUST...
NO GOOD! TOO WET AND SLIPPERY!! COULDN'T HOLD ON!
BUT...AT LEAST...IT BROKE MY FALL--!
I'M HEADING FOR THE TERRACE BELOW! NO TIME TO GET MY LEGS UNDER ME--!
HAVE TO BEND MY HEAD--- LET SHOULDER TAKE IMPACT... UNHH!!
THUP!
CAN'T MOVE! KNOCKED... THE WIND... OUT OF ME!
BUT... AT LEAST ...I'M ALIVE!
3.

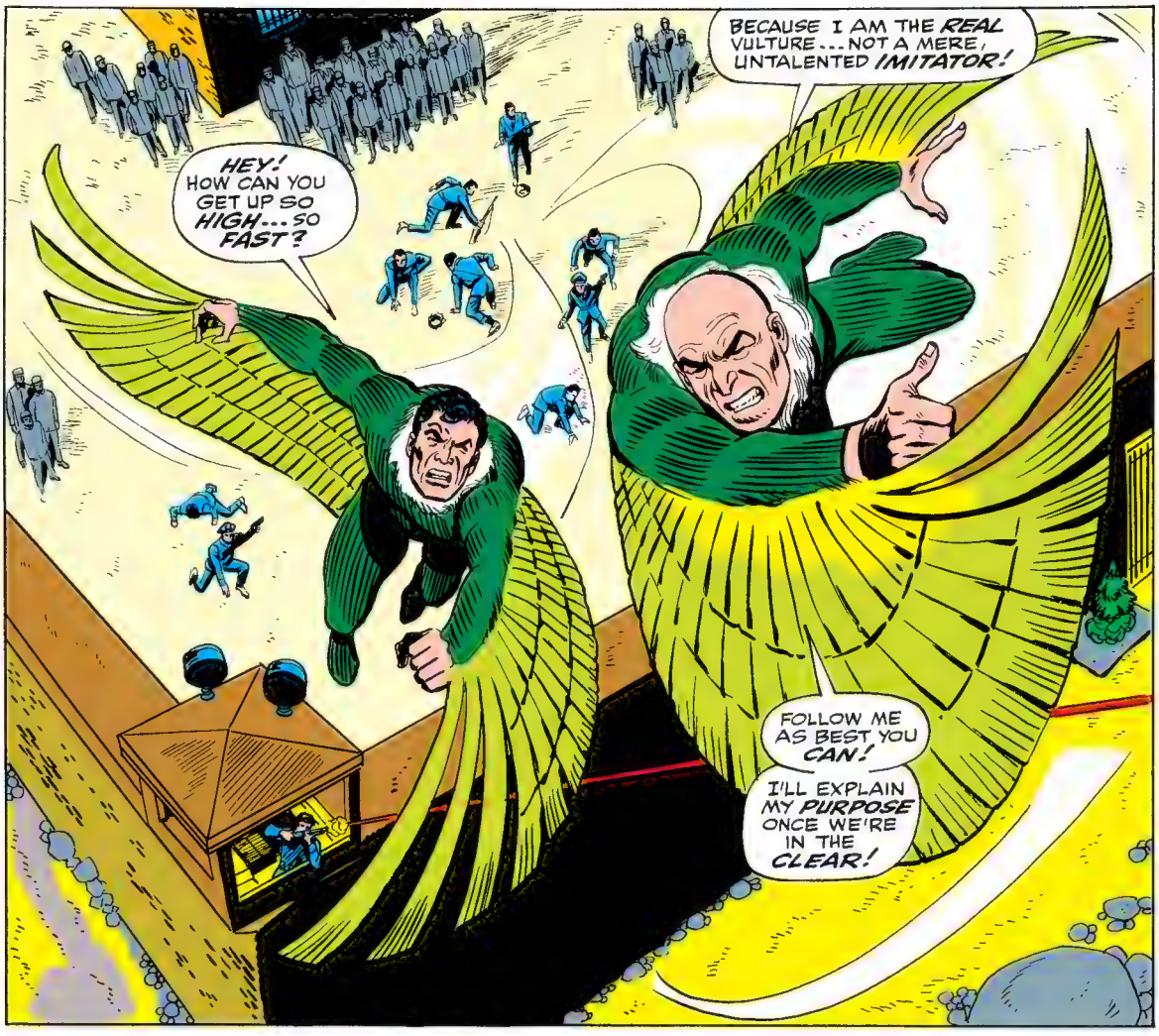

THEN, A FEW SOGGY, RAIN-DRENCHED MOMENTS LATER...
C'MON, SPIDEY... YOU CAN'T STAY HERE ALL NIGHT!
LET'S GET A MOVE ON, SON!
OH, BROTHER! MY SHOULDER FEELS LIKE IT WAS MASSAGED BY THE HULK!
THE PAIN MUST BE MAKING ME DELIRIOUS..!
THOUGHT I SAW... THE VULTURE.. FLYING BY!
HAVE TO IGNORE THE ACHE...
...AND GET ON MY FEET!
GOOD THING THAT COP DIDN'T SEE ME!
I WOULDN'T HAVE A CHANCE TO GET AWAY FROM HIM NOW!
KEEP WALKING, MISTER...
I CAN'T STICK HERE MUCH LONGER!
MADE IT! BUT, IF THAT WAS THE VULTURE I SAW--
NO! IT CAN'T BE! THE ORIGINAL VULTURE IS DEAD! AND HIS WOULD-BE IMITATOR SAFELY BEHIND BARS!
I SURE WOULDN'T WANNA TACKLE EITHER OF THEM...NOW!
ACCORDING TO THE OLD PROVERB, IGNORANCE IS BLISS! BUT, IN THIS PARTICULAR CASE, WHO KNOWS..?
AHH, THERE'S WHAT I'M LOOKING FOR...DOWN BELOW!
4.

I SEE THAT IT'S PAST CLOSING TIME!
BUT THAT WON'T AFFECT ME!
MUSEUM
HOURS 9:00 A.M. TO 5:00 P.M. WEEKDAYS
I'M REAL FLATTERED THAT THEY DEEMED MY WINGS, TAKEN FROM BLACKIE DRAGO, TO BE WORTHY OF DISPLAY IN A MUSEUM!
BUT THEY FORGOT TO ASK FOR MY PERMISSION!
The WINGS of the NOTORIOUS VULTURE
WHO'S THERE? YOU CAN'T... UNHH!!
THE VULTURE CAN DO ANYTHING!
AND NO ONE BUT ME HAS THE RIGHT TO THESE WINGS... SINCE I CREATED THEM!
SOON, THE NEWS WILL BE OUT---
THE VULTURE LIVES AGAIN!
BUT, BY THEN IT WILL BE... TOO LATE!
5


AS A MATTER OF FACT, OUR HIGH-FLYING VILLAIN WOULD PROBABLY FEEL MORE CONFIDENT THAN EVER IF HE COULD SEE HIS MOST DEDICATED ARCH-ENEMY AT THIS PARTICULAR MOMENT--!
HOME... AT LAST!
FOR A WHILE THERE... I WAS BEGINNING TO FEAR...I WOULDN'T MAKE IT!
LUCKY IT'S SO LATE...
HARRY IS CERTAIN TO BE ASLEEP!
I FEEL TOO BEAT EVEN TO TAKE OFF MY COSTUME!
BUT, I LOCKED THE DOOR...
SO I GUESS IT'S SAFE ENOUGH TO HIT THE SACK IN MY SPIDEY DUDS!
IF ONLY MY ARM WOULD STOP THROBBING!
WOULDN'T YOU KNOW IT? TIRED AS I AM...I CAN'T FALL ASLEEP!
CAN'T STOP THINKING OF GWEN...OF THE MESS I MADE OF THINGS...BETWEEN THE TWO OF US!
PETER! HOW COULD YOU?!!
WHEN WE NEEDED YOU MOST...YOU TURNED AGAINST US!*
I'LL NEVER BE ABLE TO EXPLAIN THIS TO GWEN...WITHOUT REVEALING MY SECRET IDENTITY!
AND THAT'S THE ONE THING ...I CAN'T EVER DO!
*IT ALL HAPPENED JUST A FEW ISSUES AGO, AS IF YOU DIDN'T KNOW! ---SICK-OF-SUMMARIZING STAN.
FINALLY, AFTER A FITFUL, PAIN-WRACKED EVENING, PETER PARKER REACHES THE CAMPUS OF E.S.U.!
A LOTTA GOOD MY SPIDEY STRENGTH IS DOING ME!
...THE PAIN IS AS BAD AS BEFORE!
SAY! THERE'S PETE!
PLEASE, HARRY...DON'T CALL TO HIM!
I'D PREFER NOT TO SEE HIM!
LOOK, GWEN...I DON'T GET IT! EVERYONE FIGURED YOU AND MY GLOOMY-ROOMIE WERE A REAL ITEM! AND NOW...!
LET'S JUST SAY THEY ALL FIGURED WRONG, SHALL WE?
IF ONLY HARRY WOULD LAY OFF!
HE'S NOT DOING ME ANY GOOD!
OKAY, GWEN-- HAVE IT YOUR WAY!
SEE YOU IN CLASS, PETE!
6


THEN, AS THE DAY DRAGS ON...
I DON'T KNOW HOW MUCH MORE OF THIS I CAN TAKE!
TO BE SO CLOSE TO HER...TO SEE HER...AND HEAR HER...AND YET...!
MR. PARKER... WE'RE STILL WAITING FOR THE ORAL REPORT I REQUESTED!
HARRY'S TRYING TO ATTRACT MY ATTENTION... BUT GWEN DOESN'T EVEN KNOW I'M ALIVE!
IT'S AS THOUGH I NO LONGER EXIST TO HER!
PARKER, IF YOU'RE TRYING TO LEAD SOME SORT OF SILENT STUDENT PROTEST, I WISH YOU'D LET US IN ON IT!
HUH? OH--I.. I'M SORRY, DR. WARREN! DID YOU...SAY SOMETHING?
I'M ACTING LIKE A FOOL! I'VE GOT TO FORGET HER... AS SHE'S FORGOTTEN ME!
BUT HOW? HOW COULD SHE PUT ME OUT OF HER MIND... OUT OF HER HEART... SO QUICKLY... SO EASILY?
OH, PETER... IF ONLY YOU HAD ONE WORD OF EXPLANATION! I'D BELIEVE ANYTHING YOU TELL ME!
NOTHING SEEMS TO MATTER ANY MORE... WITHOUT YOU!
SORRY, STALWART ONE...WE'VE GOT TO CHANGE OUR SCENE AGAIN, 'CAUSE IT'S A MESS TRYING TO DRAW ON A TEAR-STAINED PAGE! SO, WHAT SAY WE VISIT A PEACEFUL LITTLE PRISON... JUST FOR KICKS...
I DON'T CARE WHAT YOU HEARD--!
THE VULTURE CAN'T STILL BE ALIVE!
WELL, WHY WOULD THEY LIE ABOUT IT ON THE RADIO?
YOU CAN'T KID US, BLACKIE!
YOU'RE JUST SCARED!
YOU'RE AFRAID HE MAY NOT LIKE THE IDEA OF YOU TRYIN' TO TAKE OVER AS THE NEW VULTURE!
...'SPECIALLY ON ACCOUNT'A THE WAY YOU BUNGLED THE JOB!
YOU'RE OUTTA YOUR TREE, MISTER!
BLACKIE DRAGO AIN'T SCARED OF NOBODY...LEAST OF ALL A DEAD MAN!
AND IF YOU DON'T CLAM UP... LIKE RIGHT ABOUT NOW...
HEY, HOLD IT, YOU GUYS! LOOK..!!
7.

IT'S HIM! IT'S THE VULTURE! HE'S COME BACK TO LIFE!!
HOLD IT, DRAGO! STAY WHERE YOU ARE! I WANT YOU!
NO! IT AIN'T POSSIBLE! HE'S DEAD! I KNOW HE'S DEAD!
PUT YOUR EYES BACK IN YOUR HEAD, BLACKIE!! IT'S ME, ALL RIGHT!
TAKE THESE WINGS... PUT THEM ON... NOW! I'M GETTING YOU OUT OF HERE!
NO! STAY BACK! KEEP AWAY! I DON'T BELIEVE... IN GHOSTS!
YOU WEAK-WITTED FOOL... I'M AS ALIVE AS YOU ARE!
I'LL EXPLAIN LATER... AFTER WE'RE IN THE CLEAR!
NOW PUT THESE ON!!
SEE HOW I'M HOLDING OFF THE GUARDS, BLACKIE?
JUST THINK WHAT I'LL DO TO YOU...
IF YOU DON'T OBEY ME!
ONCE I GET INTO THESE WINGS AGAIN...
I AIN'T SCARED OF NOBODY ...NOT EVEN A GHOST!
9


BECAUSE I AM THE REAL VULTURE... NOT A MERE, UNTALENTED IMITATOR!
HEY! HOW CAN YOU GET UP SO HIGH... SO FAST?
FOLLOW ME AS BEST YOU CAN!
I'LL EXPLAIN MY PURPOSE ONCE WE'RE IN THE CLEAR!

WHILE, AT THAT VERY MOMENT...
IT'S NO USE! MY SHOULDER'S TORTURING ME... AND I CAN'T GET GWEN OUT OF MY MIND!
GUESS WHAT, MR. PARKER..?
MIGHT AS WELL NOT EVEN TRY TO STUDY TONIGHT!
WE GOT A LETTER FROM FLASH!
READ IT TO ME, HARR!

HE DOESN'T SPELL IT OUT, BUT READING BETWEEN THE LINES, I'D SAY HE'S HEADING FOR VIET NAM!
THE ARMY'S MATURED HIM, PETE... HE DOESN'T SOUND LIKE THE SAME OLD WISE-GUY!
IT MUST BE A FORGERY!
HE EVEN SENDS YOU HIS BEST REGARDS!
YOU TWO'LL PROBABLY END UP BEST FRIENDS SOMEDAY!

YEAH... ESPECIALLY SINCE I'M OUT OF THE RUNNING WITH GWEN!
Y'KNOW, I'VE BEEN THINKING, HARRY.. I CAN'T KEEP SHARING THIS PAD WITH YOU... AND LETTING YOU FOOT ALL THE RENT!
HOW COME? I'M NOT COMPLAINING!
IT JUST DOESN'T SEEM RIGHT!

BUT IT'S NOT COSTING ME ANYTHING, EITHER! YOU KNOW MY DAD PAYS THE BILLS!
AND EVEN THOUGH YOU'RE ALWAYS IN A JAM, YOU'RE BETTER THAN NO COMPANY AT ALL!
ANYWAY, I ALWAYS MANAGE TO BEAT YOU TO THE SHOWER! THAT'S WORTH SOMETHING!
BUT, I STILL THINK...
FORGET IT, SON...
JUST REMEMBER ME IN YOUR WILL!

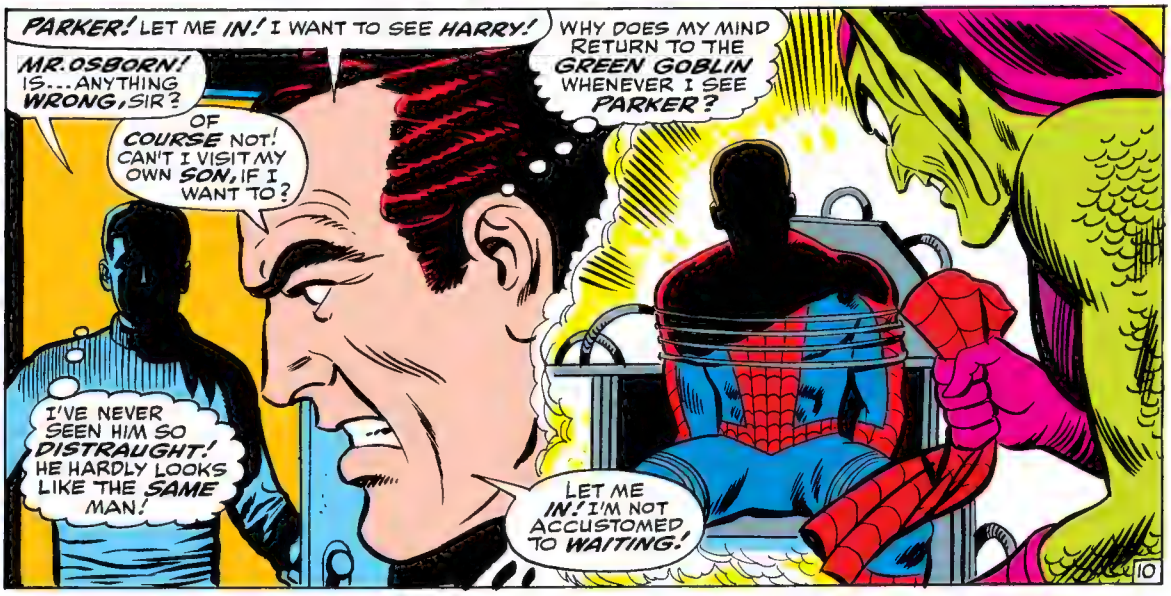
MY WILL! IF HE ONLY KNEW HOW CLOSE I'VE BEEN TO DEATH THESE PAST FEW YEARS!
IF ONLY THERE WERE SOMEONE I COULD REALLY CONFIDE IN--- SOMEONE TO SHARE MY SECRET!

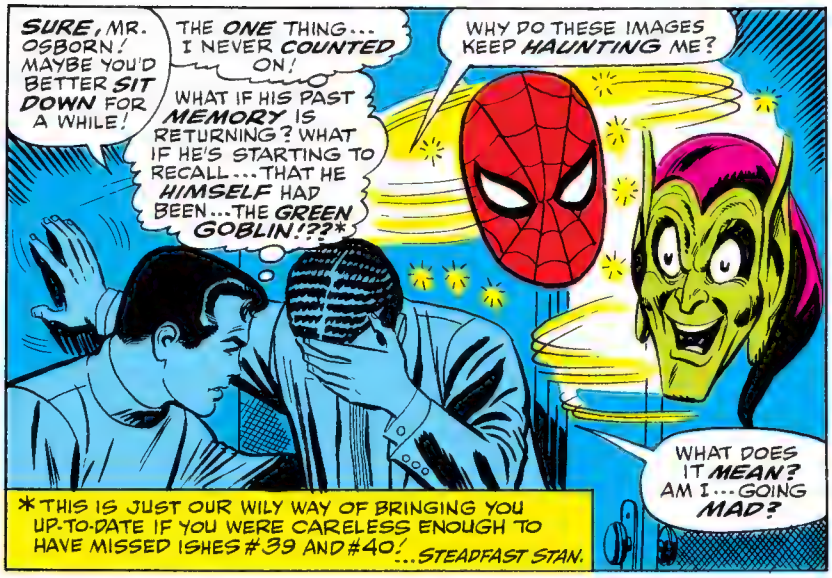
HARRY'S TOO YOUNG...TOO OUT-GOING!
NO! I DON'T DARE TELL ANYONE! IF IT EVER LEAKED OUT... IF AUNT MAY EVER SUSPECTED--- THE SHOCK WOULD KILL HER!
HOW CAN I BURDEN HIM WITH SUCH A RESPONSIBILITY?
I WONDER-- IF GWEN IS HOME YET?
WHAT HARM CAN THERE BE IN ANOTHER TRY?

SORRY, PETER... SHE'S OUT TONIGHT---ON A DATE, I SUPPOSE!
BUT I'M GLAD YOU CALLED, SON! I'VE BEEN WANTING TO SPEAK TO YOU!
I WONDER IF YOU'D HAVE LUNCH WITH ME TOMORROW?
YOU WILL? GOOD! SEE YOU THEN!

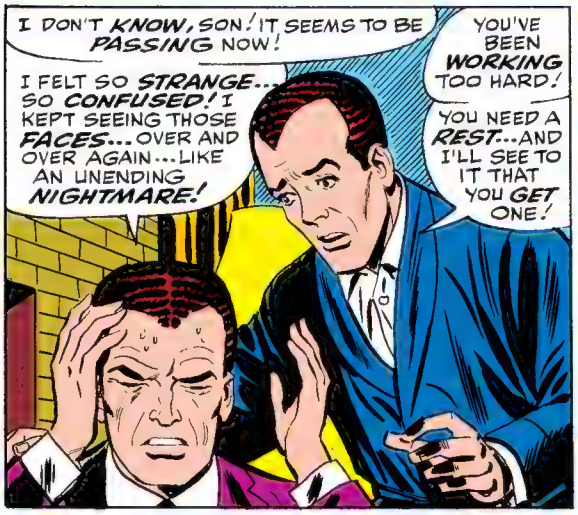
CAPTAIN STACY HAS MADE A HOBBY OF STUDYING SPIDER-MAN!
HAS HE FINALLY... LEARNED SOMETHING??

WHY WOULD HE ASK ME TO LUNCH, UNLESS...?
KNOCK! KNOCK!
UH OH! WHO CAN THAT BE AT THIS HOUR?

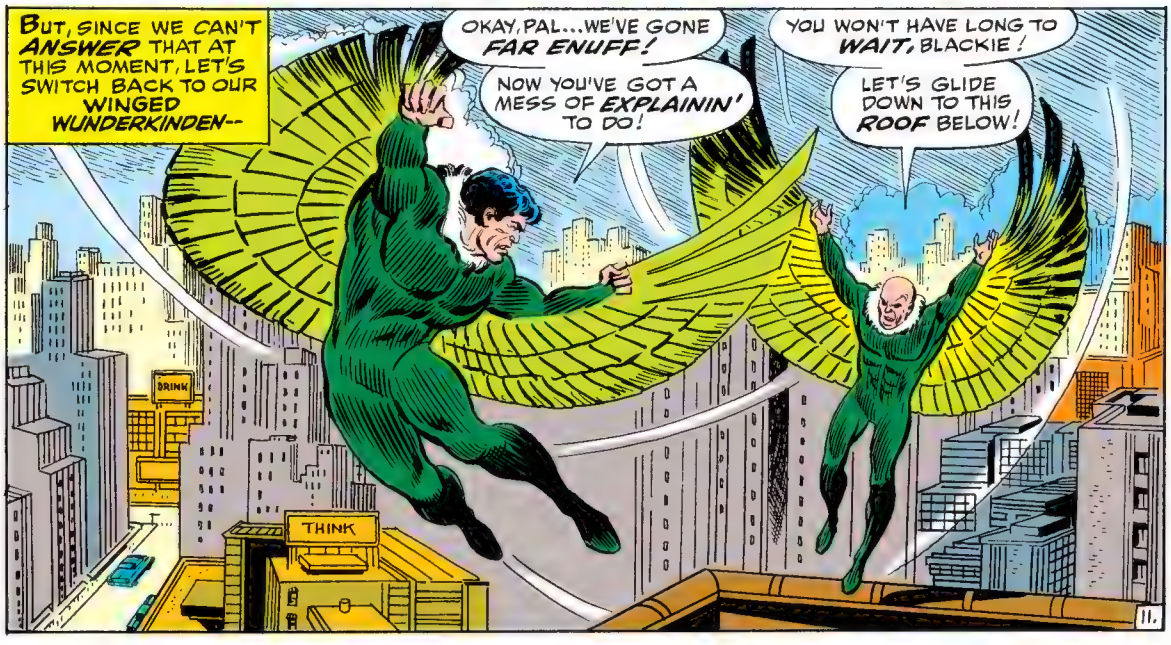

PARKER! LET ME IN! I WANT TO SEE HARRY!
WHY DOES MY MIND RETURN TO THE GREEN GOBLIN WHENEVER I SEE PARKER?
MR. OSBORN! IS...ANYTHING WRONG, SIR?
OF COURSE NOT! CAN'T I VISIT MY OWN SON, IF I WANT TO?
I'VE NEVER SEEN HIM SO DISTRAUGHT! HE HARDLY LOOKS LIKE THE SAME MAN!
LET ME IN! I'M NOT ACCUSTOMED TO WAITING!


SURE, MR. OSBORN! MAYBE YOU'D BETTER SIT DOWN FOR A WHILE!
THE ONE THING... I NEVER COUNTED ON!
WHAT IF HIS PAST MEMORY IS RETURNING? WHAT IF HE'S STARTING TO RECALL... THAT HE HIMSELF HAD BEEN... THE GREEN GOBLIN!??*
WHY DO THESE IMAGES KEEP HAUNTING ME?
WHAT DOES IT MEAN? AM I... GOING MAD?
*THIS IS JUST OUR WILY WAY OF BRINGING YOU UP-TO-DATE IF YOU WERE CARELESS ENOUGH TO HAVE MISSED ISHES #39 AND #40! ...STEADFAST STAN.

HARRY! YOU'D BETTER COME OUT HERE! IT'S YOUR DAD! I THINK... SOMETHING'S WRONG!
DAD? WHAT IS IT? WHAT HAPPENED?


I DON'T KNOW, SON! IT SEEMS TO BE PASSING NOW!
I FELT SO STRANGE... SO CONFUSED! I KEPT SEEING THOSE FACES... OVER AND OVER AGAIN... LIKE AN UNENDING NIGHTMARE!
YOU'VE BEEN WORKING TOO HARD!
YOU NEED A REST... AND I'LL SEE TO IT THAT YOU GET ONE!

AFTER YOU'VE RESTED UP A BIT HERE... I'M TAKING YOU HOME... AND I'LL STAY WITH YOU... 'TILL YOU'RE YOURSELF AGAIN!
HE WAS THE ONLY LIVING MAN WHO KNEW THAT PETER PARKER IS REALLY SPIDER-MAN!
IF... HE EVER BECAME THE GREEN GOBLIN AGAIN...
WHAT WOULD I DO??


BUT, SINCE WE CAN'T ANSWER THAT AT THIS MOMENT, LET'S SWITCH BACK TO OUR WINGED WUNDERKINDEN--
OKAY, PAL... WE'VE GONE FAR ENUFF!
NOW YOU'VE GOT A MESS OF EXPLAININ' TO DO!
YOU WON'T HAVE LONG TO WAIT, BLACKIE!
LET'S GLIDE DOWN TO THIS ROOF BELOW!
DRINK
THINK

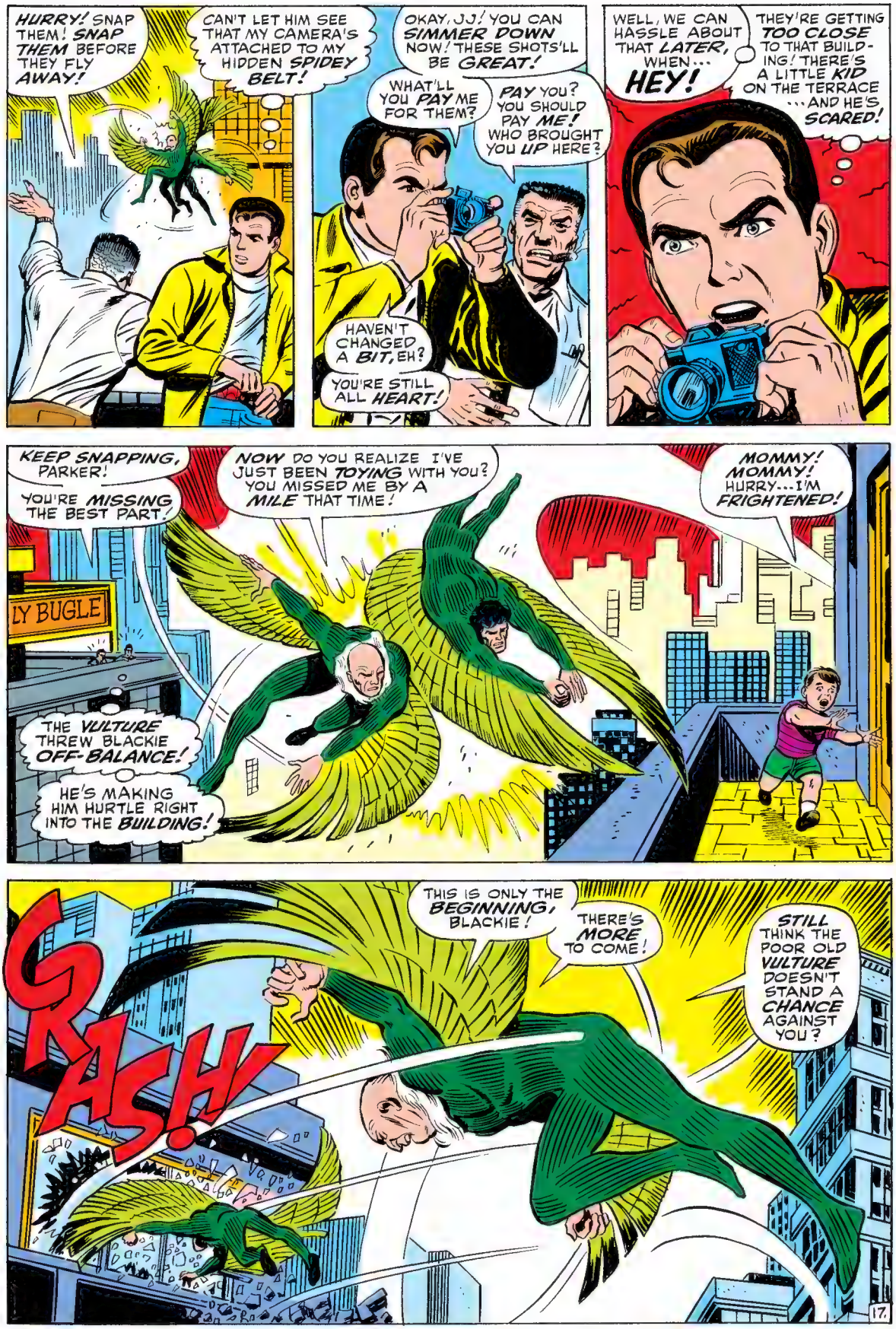
YOU MUSTA NEEDED ME REAL BAD TO HELP ME BREAK OUT LIKE YA DID!
NEEDED YOU? YOU BLOCKHEADED FOOL, YOU'VE GOT IT ALL WRONG!
SO THAT MAKES ME TOP DOG AROUND HERE NOW!
AWRIGHT--- NEVER MIND THAT---
I WANNA KNOW HOW COME YOU'RE STILL ALIVE!
THINK BACK, BLACKIE! BACK TO THAT DAY IN PRISON WHEN WE THOUGHT I WAS DYING--- AND I TOLD YOU WHERE I HAD HIDDEN MY WINGS---!
I TRUSTED YOU...THOUGHT YOU WERE MY FRIEND!
"BUT THEN--- ONCE YOU KNEW MY SECRET...I SAW YOU FOR WHAT YOU REALLY WERE! I REALIZED HOW YOU HAD DUPED ME!"
"IT WAS THEN THAT MY WILL TO LIVE GREW STRONGER THAN MY ILLNESS! I KNEW I HAD TO RECOVER---I HAD TO HAVE---MY REVENGE!!"
"YOU WERE SO BUSY TRYING TO STEAL MY HIDDEN WINGS THAT YOU NEVER LEARNED WHAT HAPPENED NEXT! YOU NEVER KNEW THAT I MADE MY MOVE DURING THE CONFUSION CAUSED BY YOUR OWN ESCAPE!"
"IT WASN'T HARD TO START A FIRE IN THE HOSPITAL SUPPLY ROOM, AND TO SLIP OUT IN THE UNIFORM OF THE GUARD I HAD OVERPOWERED--!

"ANYONE SEEING ME LEAVE THE AREA WOULD HAVE THOUGHT I WAS SIMPLY JOINING THE SEARCH FOR YOU!"
"AND SO I ESCAPED TO NURSE MYSELF BACK TO HEALTH... AND LAY MY FUTURE PLANS...!"
"EVENTUALLY, MY STRENGTH RETURNED, AS I CREATED ANOTHER PAIR OF VULTURE WINGS!"
DAILY BUGLE
NEW VULTURE BEATS SPIDER-MAN!
"AND ALL THE WHILE YOU WERE LIVING IN A FOOL'S PARADISE, UNTIL..."
...UNTIL NOW... WHEN I AM STRONGER... FAR DEADLIER THAN EVER BEFORE!
YOU DON'T SCARE ME, MISTER! REMEMBER... I'M THE ONE WHO LICKED SPIDER-MAN!
I'D HAVE PULVERIZED 'IM THE NEXT TIME WE FOUGHT... IF THAT CRUMB-BUM KRAVEN HADN'T BUTTED IN!*
*SPIDEY #49, RIGHT? WE THINK SO! ...SPUNKY STAN.
ONLY TEMPORARILY!
HAVE YOU FORGOTTEN THAT IT WAS HE WHO HAD THE LAST LAUGH?
NUTS! IT WAS JUST AN ACCIDENT!
"THAT ROTTEN WEB-HEAD ONLY WON BY A FLUKE... WHEN KRAVEN MISSED 'IM AND BELTED ME INSTEAD!"
"BUT NOBODY'S EVER MAKIN' A FALL GUY OF BLACKIE DRAGO AGAIN... NOBODY!"

IF YA GOT ME OUTTA STIR SO THAT WE CAN TEAM UP, I'M PUTTIN' YA ON NOTICE RIGHT NOW...
YOU'RE TAKIN' ORDERS FROM ME! I'M GONNA BE THE BOSS!
DRAGO, YOU'RE A BIGGER FOOL NOW THAN YOU EVER WERE...
YOU THINK I DID ALL THIS BECAUSE I NEEDED A PARTNER?
WELL, I DO NEED YOU, BUT FOR AN ENTIRELY DIFFERENT PURPOSE!
I NEED YOU IN ORDER TO SHOW THE ENTIRE WORLD... WHICH ONE OF US IS THE REAL VULTURE...
ONLY BY DEFEATING YOU... THOROUGHLY AND COMPLETELY.. CAN I AGAIN REGAIN MY RIGHTFUL PLACE IN THE HIERARCHY OF CRIME!
FTOK!
ON YOUR FEET, YOU BRAINLESS BUNGLER!! GET UP AND FIGHT!
I'LL SHOW YOU WHICH OF US IS REALLY THE VULTURE...
AND IT'LL BE THE LAST LESSON YOU'LL EVER LEARN!
USE YOUR STOLEN WINGS AGAINST ME, DRAGO... IF YOU DARE!

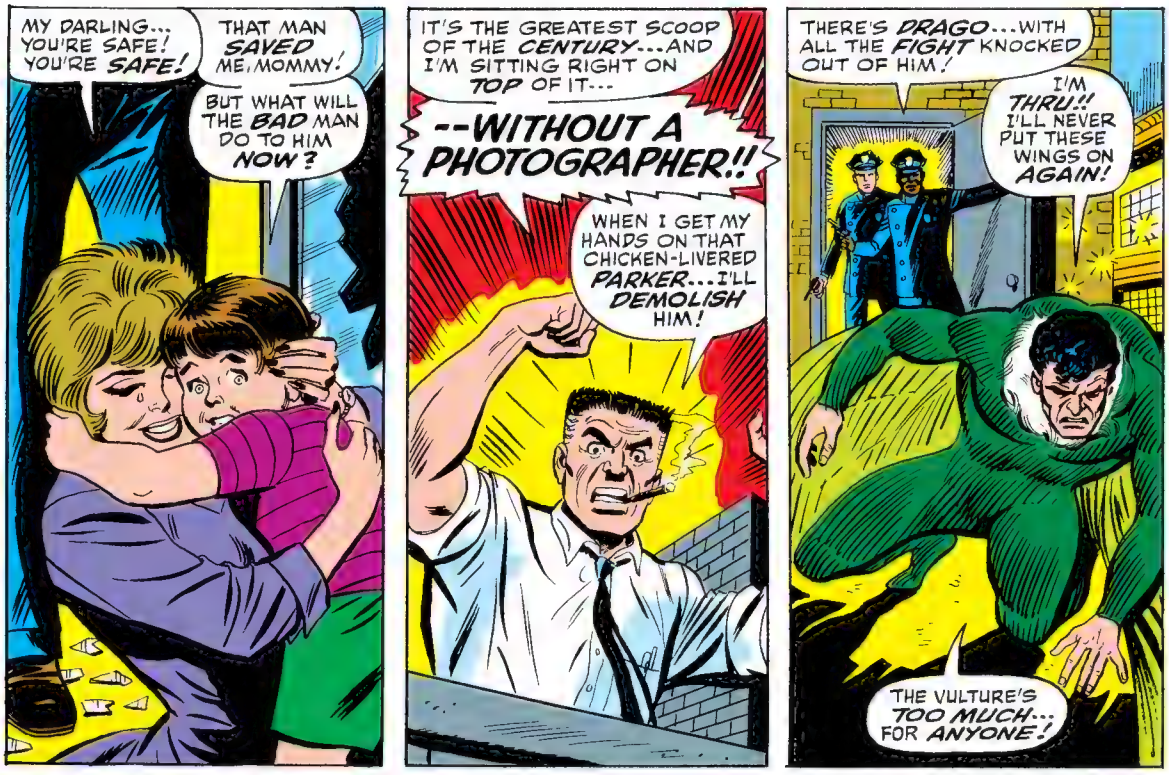
YOU'RE THE BRAINLESS FOOL...NOT ME!
I'M YOUNGER AND STRONGER...AND FASTER THAN YOU!
AN OLD RELIC LIKE YOU DOESN'T EVEN STAND A CHANCE AGAINST ME!
THAT'S WHAT THEY ALL THOUGHT...ALL MY FORMER ENEMIES...
BEFORE I BEAT THEM ONE BY ONE!
OKAY, I'LL ADMIT YOU GOT PLENTY OF SAVVY... AND YOU'RE STRONGER THAN YA LOOK!
BUT BLACKIE DRAGO DON'T TAKE A BACK SEAT TO NO ONE!
AT THAT MOMENT, IN THE STREET BELOW...
DAILY BUG
LOOK! UP IN THE SKY! RIGHT ABOVE THE ROOFTOPS..!
IT LOOKS LIKE...MEN... WITH WINGS! THEY'RE FIGHTING!
CAN'T STOP WORRYING ABOUT HARRY'S DAD!
WHAT'S THAT? MEN WITH WINGS.. FIGHTING??
15

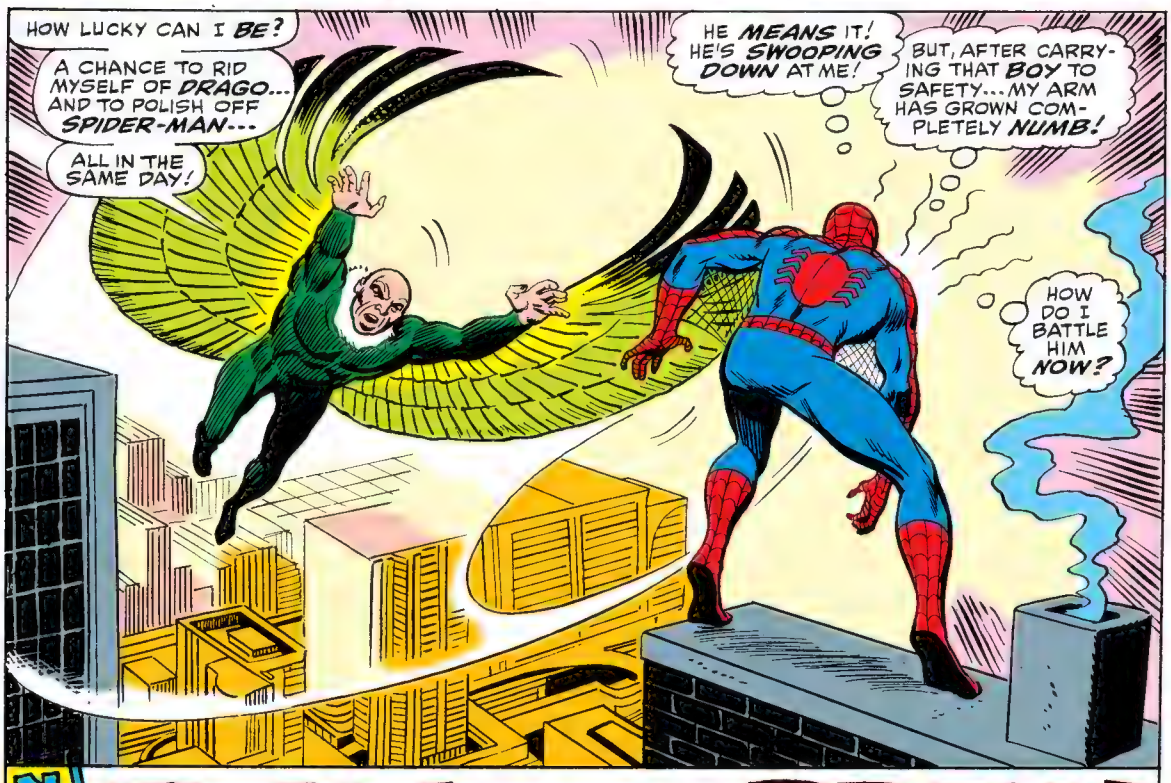
IT'S...THE TWO VULTURES!!
DRAGO MUST HAVE BROKEN OUT OF JAIL!
BUT...I THOUGHT... THE ORIGINAL VULTURE WAS... DEAD?!!
WELL, MAYBE IF I'M LUCKY, THEY'LL POLISH EACH OTHER OFF!
I WOULDN'T BE MUCH GOOD AGAINST ANY-ONE WITH THIS SHOULDER OF MINE!
I MIGHT AS WELL SEE IF JAMESON WANTS... UH OH! THERE HE IS!
PARKER! IT'S ABOUT TIME YOU SHOWED UP!
WE'VE GOT THE PICTURE SCOOP OF THE YEAR--- AND ALL MY PHOTOGS ARE OUT ON ASSIGNMENTS!
DON'T JUST STAND THERE, KID!
WE'VE GOT TO REACH THE ROOF...ON THE DOUBLE! THAT'S WHERE IT'S HAPPENING!
I NEVER THOUGHT I'D BE SO GLAD TO SEE THAT INSIPID-LOOKING FACE OF YOURS!
THANKS A LOT!
SKIP THE SARCASM! KEEP MOVING!
THERE THEY ARE...THE TWO VULTURES--- FIGHTING EACH OTHER!
IF YOU DIDN'T BRING YOUR CAMERA--- I'LL ANNIHI-LATE YOU!
BUGLE
I BROUGHT IT... I BROUGHT IT!
YOU NEVER SHOULD'A COME BACK, GRAMPA!
IT WAS YOUR BIGGEST MISTAKE!


HURRY! SNAP THEM! SNAP THEM BEFORE THEY FLY AWAY!
CAN'T LET HIM SEE THAT MY CAMERA'S ATTACHED TO MY HIDDEN SPIDEY BELT!
OKAY, JJ! YOU CAN SIMMER DOWN NOW! THESE SHOTS'LL BE GREAT!
WHAT'LL YOU PAY ME FOR THEM?
PAY YOU? YOU SHOULD PAY ME! WHO BROUGHT YOU UP HERE?
HAVEN'T CHANGED A BIT, EH?
YOU'RE STILL ALL HEART!
WELL, WE CAN HASSLE ABOUT THAT LATER, WHEN... HEY!
THEY'RE GETTING TOO CLOSE TO THAT BUILDING! THERE'S A LITTLE KID ON THE TERRACE ...AND HE'S SCARED!
KEEP SNAPPING, PARKER!
YOU'RE MISSING THE BEST PART!
NOW DO YOU REALIZE I'VE JUST BEEN TOYING WITH YOU? YOU MISSED ME BY A MILE THAT TIME!
MOMMY! MOMMY! HURRY...I'M FRIGHTENED!
LY BUGLE
THE VULTURE THREW BLACKIE OFF-BALANCE!
HE'S MAKING HIM HURTLE RIGHT INTO THE BUILDING!
THIS IS ONLY THE BEGINNING, BLACKIE!
THERE'S MORE TO COME!
STILL THINK THE POOR OLD VULTURE DOESN'T STAND A CHANCE AGAINST YOU?
CRASH!

AND NOW, I'LL SWOOP IN FOR THE KILL!
PARKER! LOOK AT THE KID--!
HE'S HOLDING ON FOR DEAR LIFE ON THAT BROKEN TERR-- PARKER!! WHERE ARE YOU??
THE GREATEST NEWS PICTURES OF THE YEAR... AND THAT SPINELESS MILKSOP CHICKENED OUT!
SURE, JJ... JUST GO ON THINKING THAT!
IT'LL KEEP YOU FROM REALIZING WHAT I'M REALLY DOING!
I'M BIGGER THAN HE IS... STRONGER!! HE CAN'T BEAT ME!
HELP... SOMEBODY!! I--I'M FRIGHTENED!
HAVEN'T LEARNED YOUR LESSON YET, BLACKIE!
DON'T WORRY! YOU WILL!
MOMMY! MOMMY! HELP ME..!! I'M GOING TO FALL!!
I DON'T GET IT! I HIT YA WITH EVERYTHING I GOT--!
WHAT KEEPS YA GOING?
NOBODY EVER BELIEVES HOW STRONG I AM!
THAT'S WHAT ALWAYS GIVES ME THE ADVANTAGE!

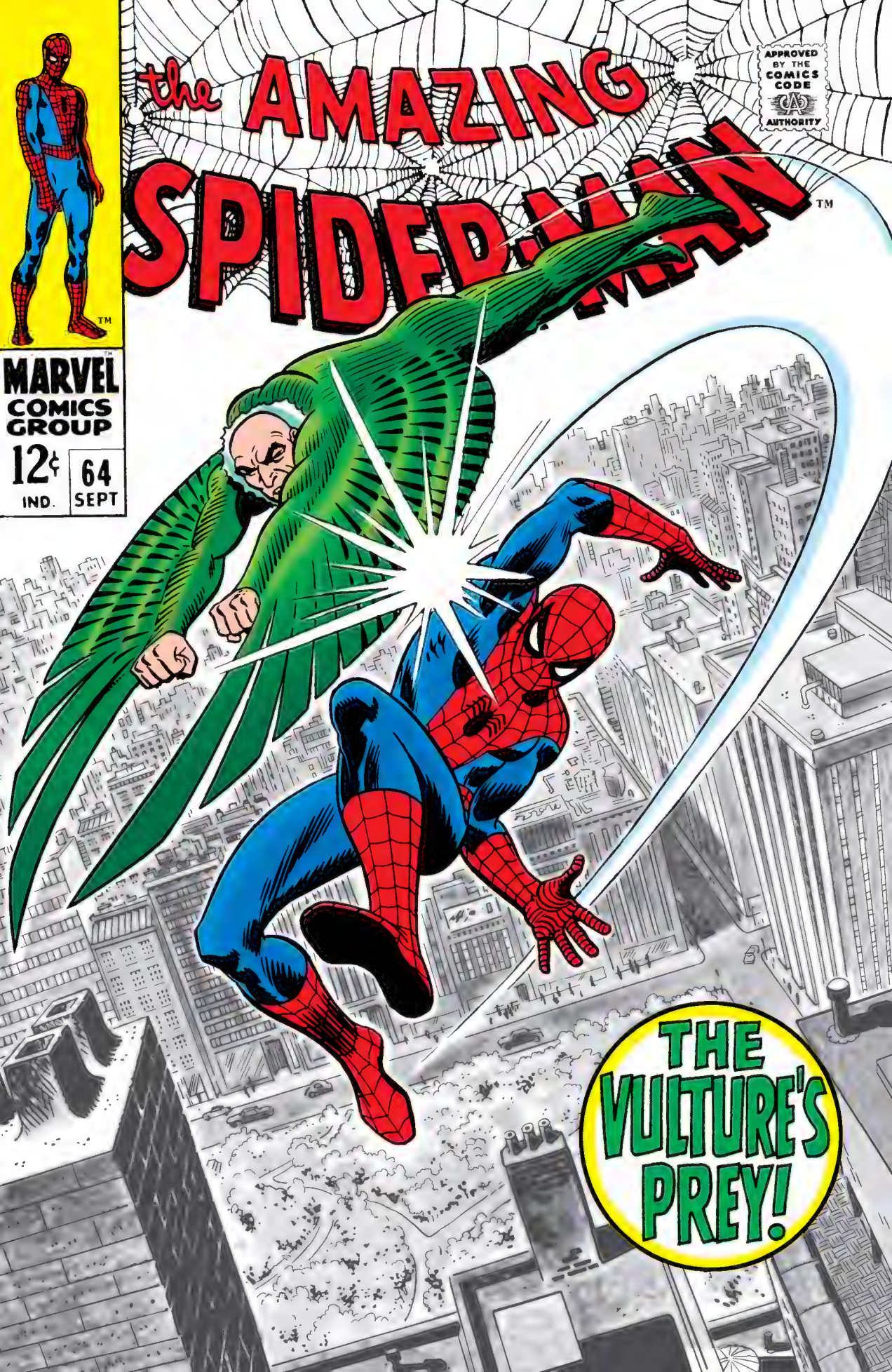
AND NOW, DRAGO... YOUR TIME HAS COME!
THIS IS THE FINISH!
HERE, OVER THE CITY... IN FULL VIEW OF COUNTLESS THOUSANDS--
THE WORLD ONCE AGAIN WILL REALIZE THE VULTURE'S POWER!
WHA--? DOWN BELOW... WHO'S THAT?
HANG ON, BOY... HANG ON!
GOT YOU!
THOSE ROTTEN KILLERS! THEY DON'T CARE WHAT HAPPENS TO ANY INNOCENT BYSTANDERS!
IT'S MY OLD ARCH-ENEMY...
SPIDER-MAN!
19


MY DARLING... YOU'RE SAFE! YOU'RE SAFE!
THAT MAN SAVED ME, MOMMY!
BUT WHAT WILL THE BAD MAN DO TO HIM NOW?
IT'S THE GREATEST SCOOP OF THE CENTURY... AND I'M SITTING RIGHT ON TOP OF IT...
--WITHOUT A PHOTOGRAPHER!!
WHEN I GET MY HANDS ON THAT CHICKEN-LIVERED PARKER... I'LL DEMOLISH HIM!
THERE'S DRAGO... WITH ALL THE FIGHT KNOCKED OUT OF HIM!
I'M THRU!! I'LL NEVER PUT THESE WINGS ON AGAIN!
THE VULTURE'S TOO MUCH... FOR ANYONE!


HOW LUCKY CAN I BE?
A CHANCE TO RID MYSELF OF DRAGO... AND TO POLISH OFF SPIDER-MAN...
ALL IN THE SAME DAY!
HE MEANS IT! HE'S SWOOPING DOWN AT ME!
BUT, AFTER CARRYING THAT BOY TO SAFETY... MY ARM HAS GROWN COMPLETELY NUMB!
HOW DO I BATTLE HIM NOW?

NEXT

The Vulture's PREY!


the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
MARVEL COMICS GROUP
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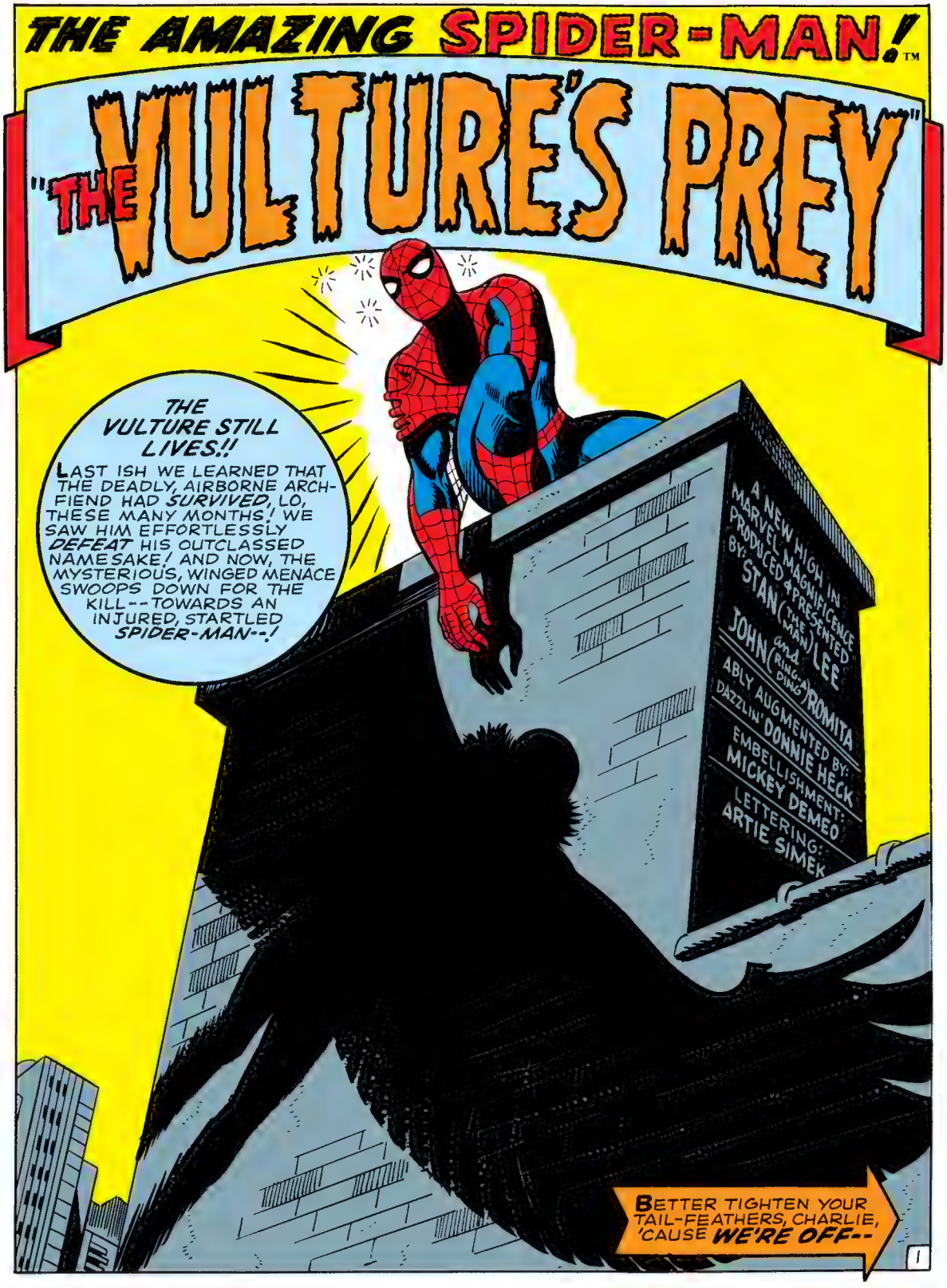
THE VULTURE'S PREY!


THE AMAZING SPIDER-MAN!™
"THE VULTURE'S PREY"
THE VULTURE STILL LIVES!!
LAST ISH WE LEARNED THAT THE DEADLY, AIRBORNE ARCH-FIEND HAD SURVIVED, LO, THESE MANY MONTHS! WE SAW HIM EFFORTLESSLY DEFEAT HIS OUTCLASSED NAMESAKE! AND NOW, THE MYSTERIOUS, WINGED MENACE SWOOPS DOWN FOR THE KILL--TOWARDS AN INJURED, STARTLED SPIDER-MAN--!
A NEW HIGH IN MARVEL MAGNIFICENCE
PRODUCED & PRESENTED BY: STAN (THE MAN) LEE
and JOHN (RING-A-DING) ROMITA
ABLY AUGMENTED BY: DAZZLIN' DONNIE HECK
EMBELLISHMENT: MICKEY DEMEO
LETTERING: ARTIE SIMEK
BETTER TIGHTEN YOUR TAIL-FEATHERS, CHARLIE, 'CAUSE WE'RE OFF--
1

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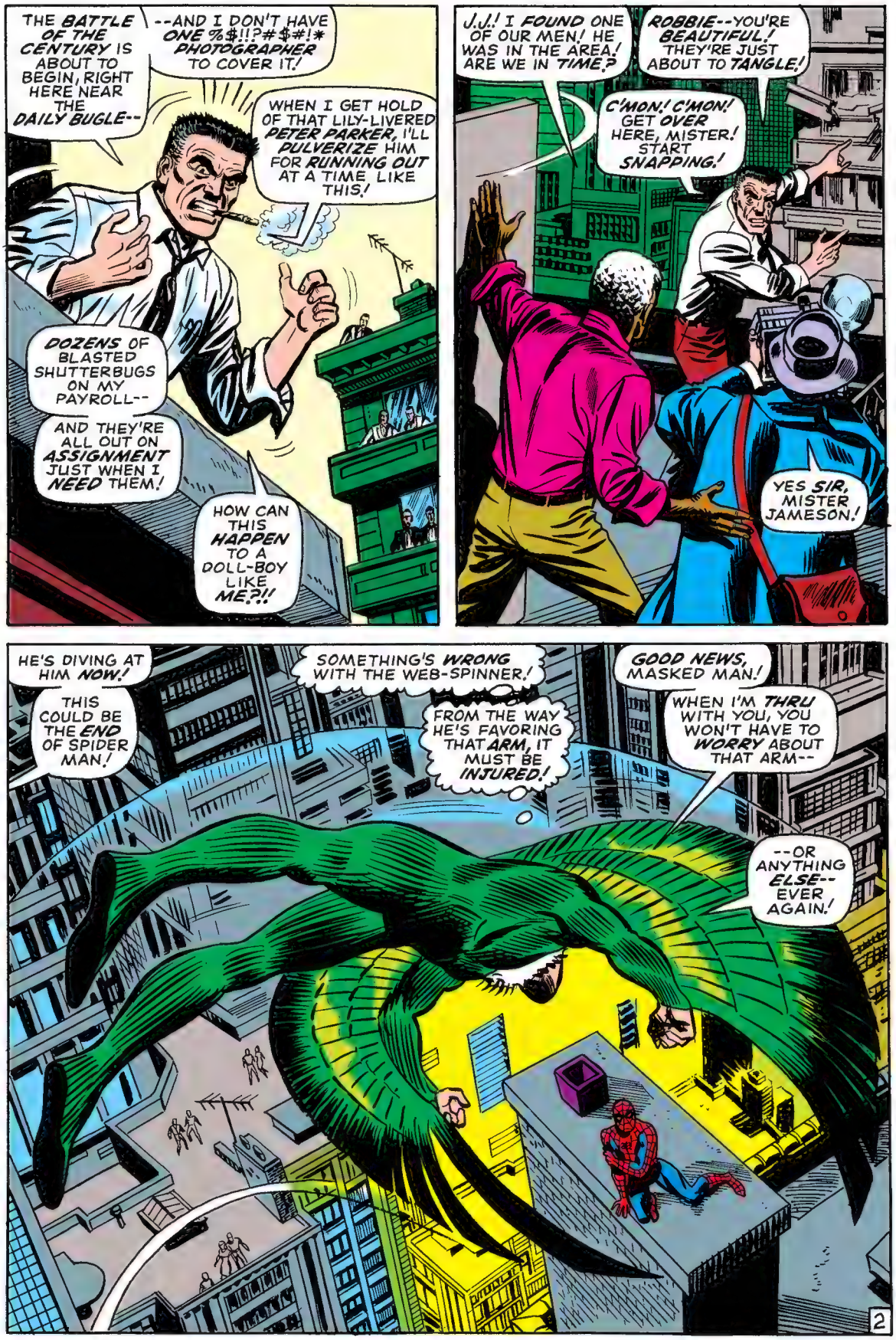
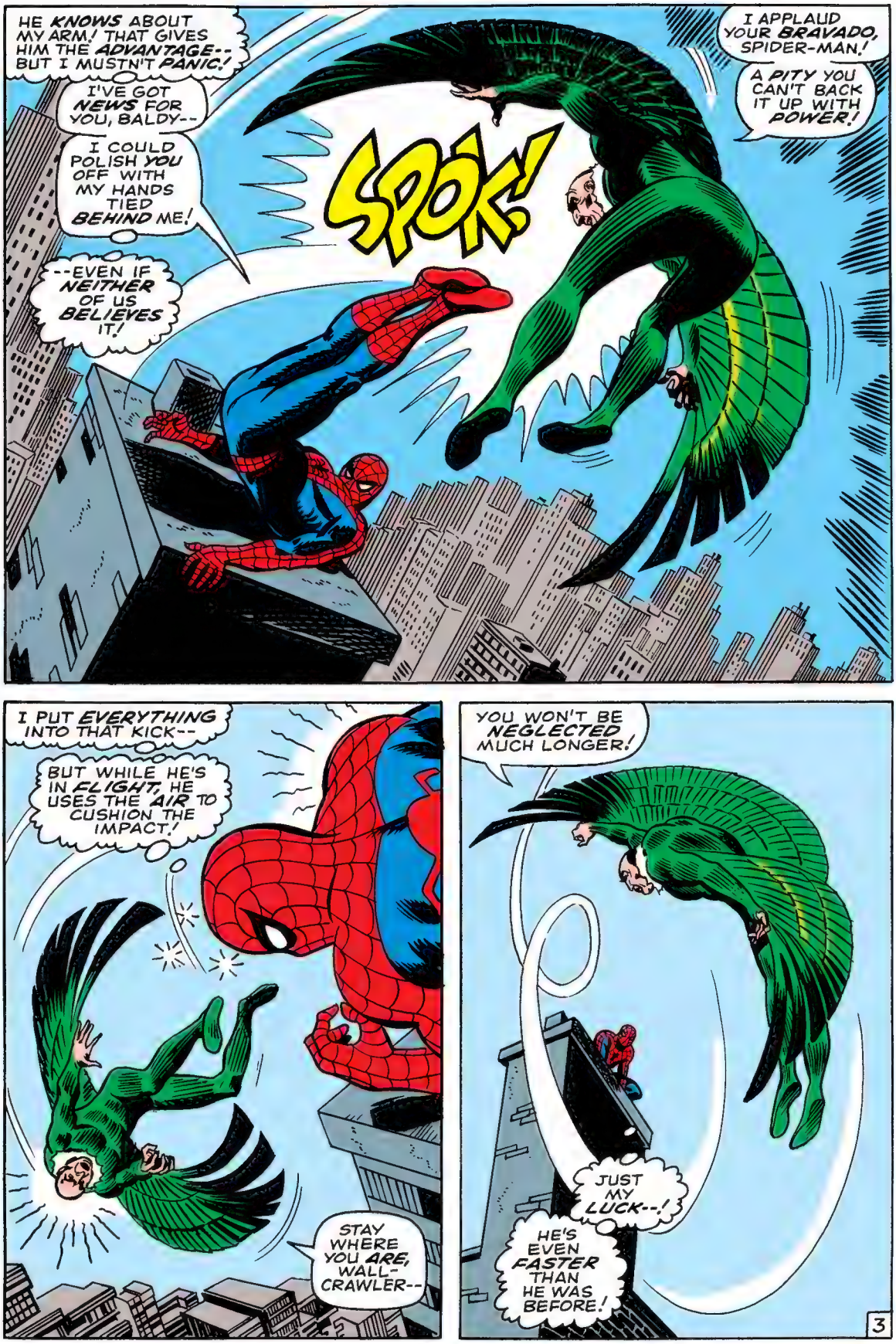
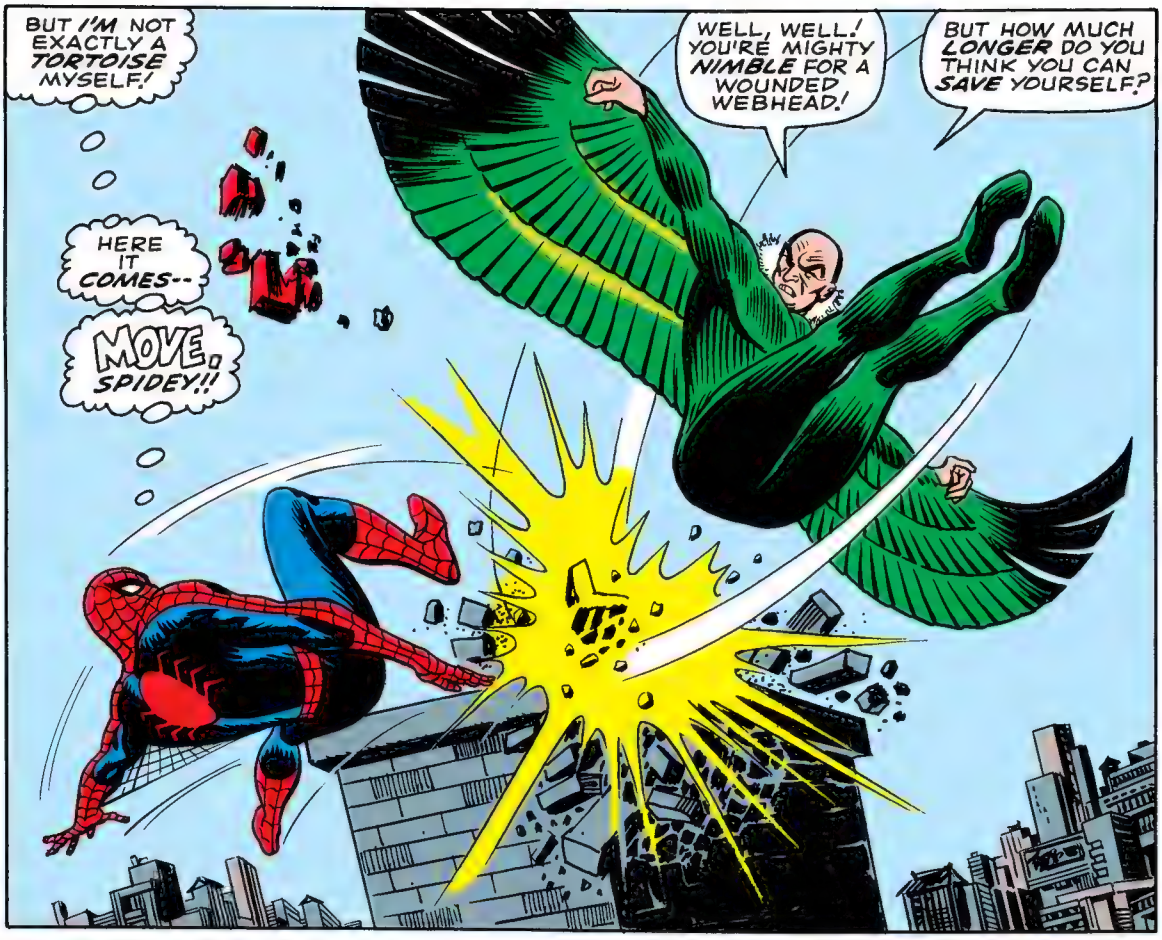
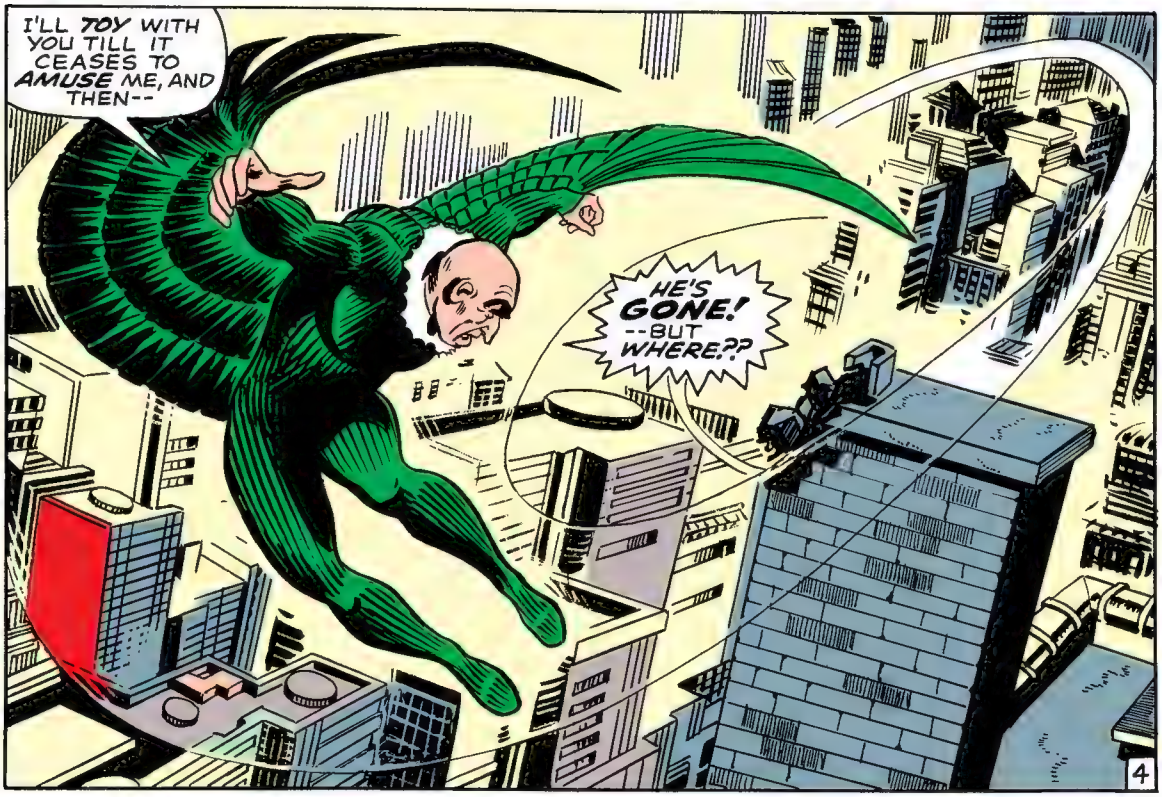

THE BATTLE OF THE CENTURY IS ABOUT TO BEGIN, RIGHT HERE NEAR THE DAILY BUGLE--
--AND I DON'T HAVE ONE %$!!?#$#!* PHOTOGRAPHER TO COVER IT!
WHEN I GET HOLD OF THAT LILY-LIVERED PETER PARKER, I'LL PULVERIZE HIM FOR RUNNING OUT AT A TIME LIKE THIS!
DOZENS OF BLASTED SHUTTERBUGS ON MY PAYROLL--
AND THEY'RE ALL OUT ON ASSIGNMENT JUST WHEN I NEED THEM!
HOW CAN THIS HAPPEN TO A DOLL-BOY LIKE ME?!!
J.J.! I FOUND ONE OF OUR MEN! HE WAS IN THE AREA! ARE WE IN TIME?
ROBBIE--YOU'RE BEAUTIFUL! THEY'RE JUST ABOUT TO TANGLE!
C'MON! C'MON! GET OVER HERE, MISTER! START SNAPPING!
YES SIR, MISTER JAMESON!
HE'S DIVING AT HIM NOW!
THIS COULD BE THE END OF SPIDER MAN!
SOMETHING'S WRONG WITH THE WEB-SPINNER!
FROM THE WAY HE'S FAVORING THAT ARM, IT MUST BE INJURED!
GOOD NEWS, MASKED MAN!
WHEN I'M THRU WITH YOU, YOU WON'T HAVE TO WORRY ABOUT THAT ARM--
--OR ANYTHING ELSE-- EVER AGAIN!


HE KNOWS ABOUT MY ARM! THAT GIVES HIM THE ADVANTAGE-- BUT I MUSTN'T PANIC!
I'VE GOT NEWS FOR YOU, BALDY--
I COULD POLISH YOU OFF WITH MY HANDS TIED BEHIND ME!
--EVEN IF NEITHER OF US BELIEVES IT!
SPOK!
I APPLAUD YOUR BRAVADO, SPIDER-MAN!
A PITY YOU CAN'T BACK IT UP WITH POWER!
I PUT EVERYTHING INTO THAT KICK--
BUT WHILE HE'S IN FLIGHT, HE USES THE AIR TO CUSHION THE IMPACT!
STAY WHERE YOU ARE, WALL-CRAWLER--
YOU WON'T BE NEGLECTED MUCH LONGER!
JUST MY LUCK--!
HE'S EVEN FASTER THAN HE WAS BEFORE!
3


BUT I'M NOT EXACTLY A TORTOISE MYSELF!
HERE IT COMES--
MOVE, SPIDEY!!
WELL, WELL! YOU'RE MIGHTY NIMBLE FOR A WOUNDED WEBHEAD!
BUT HOW MUCH LONGER DO YOU THINK YOU CAN SAVE YOURSELF?

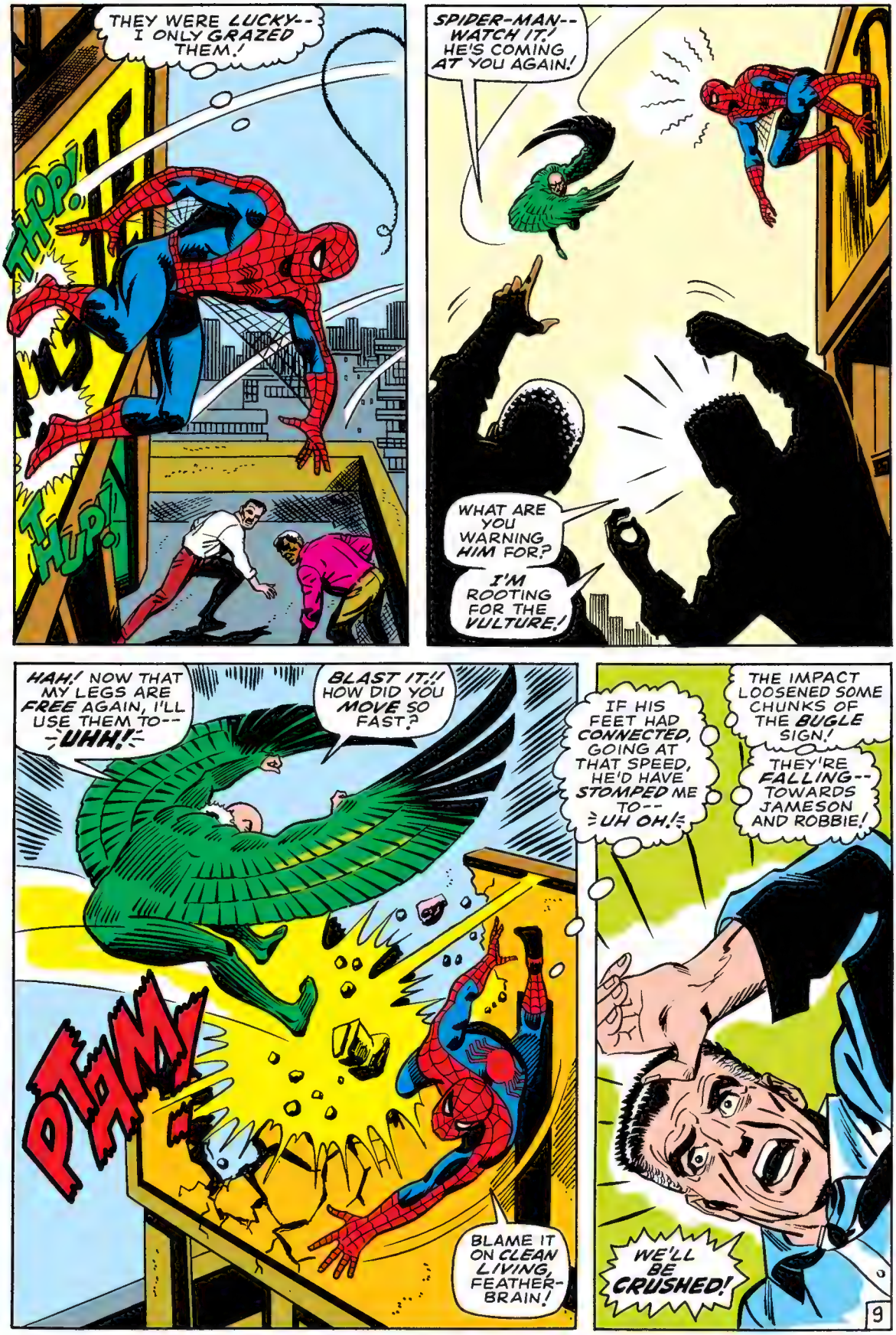

I'LL TOY WITH YOU TILL IT CEASES TO AMUSE ME, AND THEN--
HE'S GONE! --BUT WHERE??
4

DID HE FALL--TO HIS DEATH?
PERHAPS HIS INJURY WAS WORSE THAN I THOUGHT!
LOOK! WHERE'S SPIDER-MAN?
WHAT HAPPENED TO HIM?
AND, IN CASE YOU'VE BEEN WONDERING, TOO--
I HOPED YOU'D GLIDE OVER HERE TO CHECK ON ME!
YOU! HIDING IN THE SHADOWS --CLINGING TO THE WALL!
I SHOULD HAVE GUESSED!
DAILY
KEEP SNAPPING --BEFORE THEY GET AWAY!
CAN'T HOLD HIM!
CAN'T USE MY OTHER ARM--FOR LEVERAGE!
UNHH!
STILL AS TRICKY AS EVER, EH?
WELL, THIS IS WHAT I THINK OF YOUR FEEBLE STRATEGY!

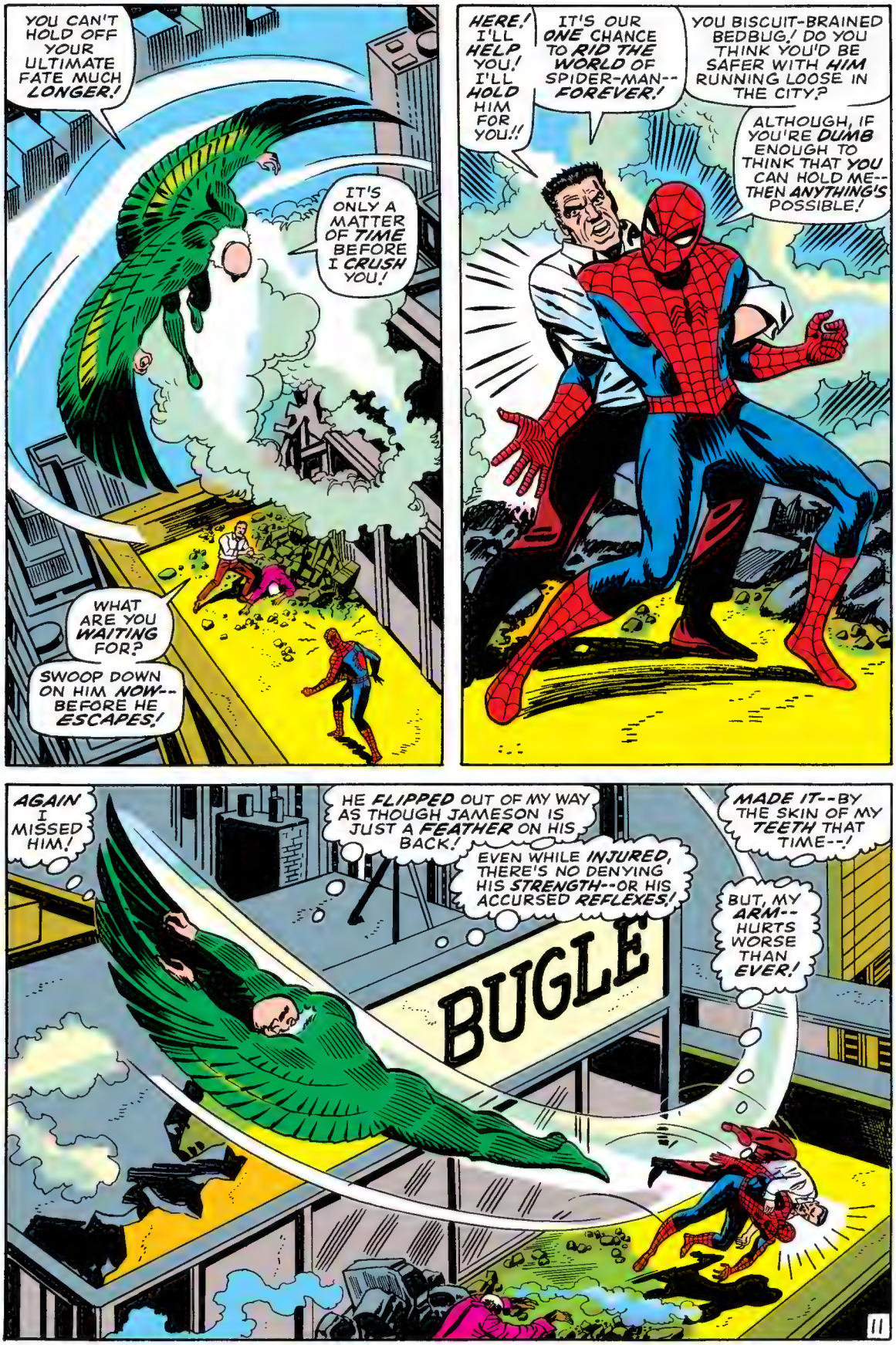
HAVE TO STRIKE BACK-- SOMEHOW-- WITH MY LEFT HAND!
IF I CAN JUST HOLD HIM OFF-- A WHILE LONGER--!
SLTA!!
WHAT A SHOT! THESE PIX'LL MAKE HISTORY!
DAILY
THE FORCE OF MY SWING-- ALMOST MADE ME TOPPLE OFF THE WALL!
CAN'T KEEP MY BALANCE WHILE FIGHTING-- WITH ONLY ONE ARM!
UH OH! HERE HE COMES AGAIN--!
WITH EACH PASSING MINUTE YOUR DEFENSE GROWS WEAKER!
NOW THERE'S NO WAY YOU CAN SAVE YOURSELF!
6

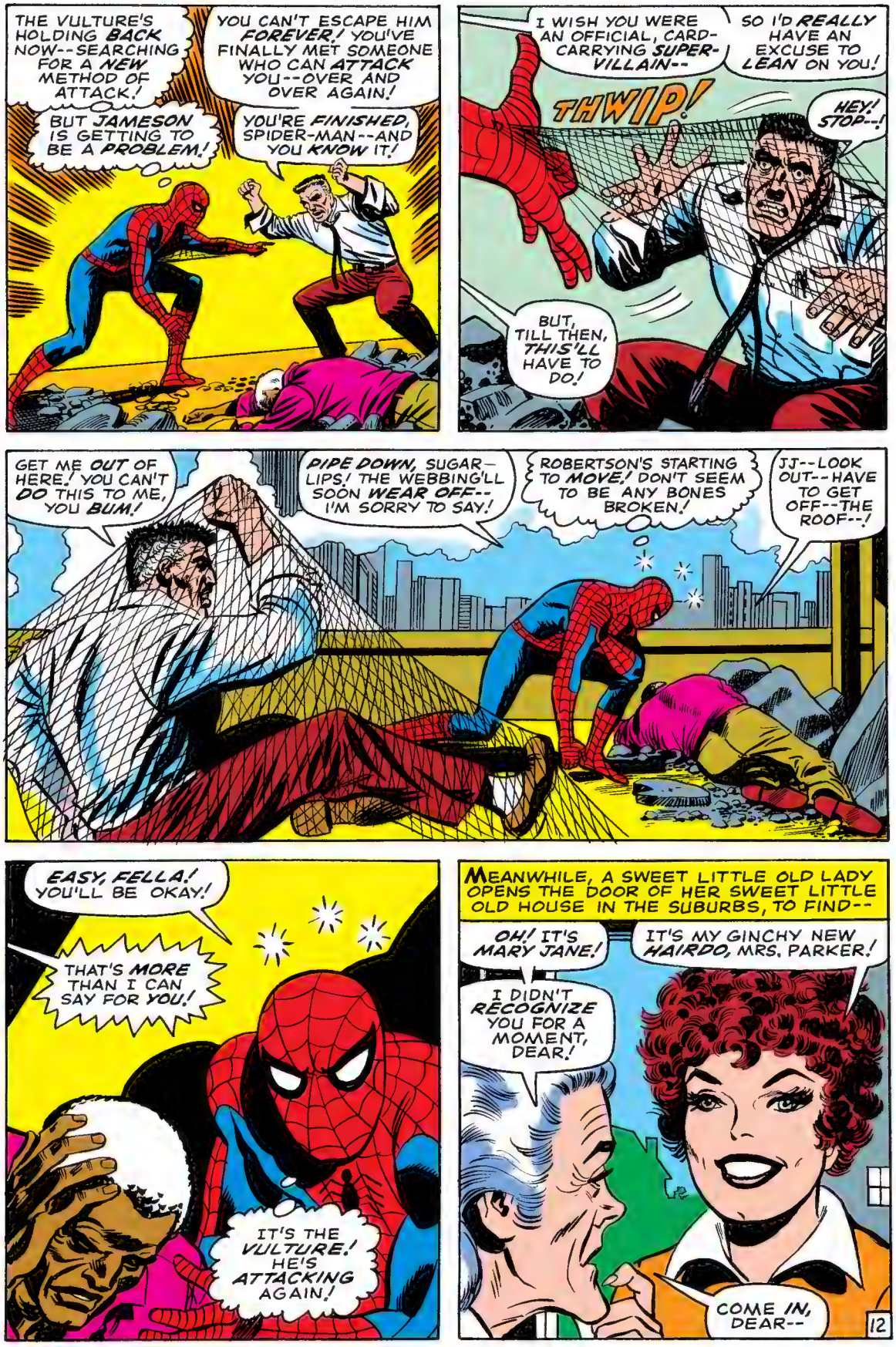
I'VE WAITED A LONG TIME FOR--WHA--?!!
YOU DON'T EXPECT THAT WEBBING TO HELP YOU NOW?!!
TO TELL THE TRUTH, I DID ENTERTAIN SOME SUCH BIZARRE NOTION.
MY SHOULDER'S KILLING ME--BUT I'VE GOT TO DO THIS--IT'S MY ONLY HOPE!
HOW LONG CAN IT LAST--BEFORE ONE OF THEM IS KILLED?
WHO CARES??--JUST SO LONG AS WE GET SOME GOOD PICTURES OUT OF IT!
I'M RUNNIN' OUT OF FILM PLATES, MR. JAMESON!
YOU CAN'T! NOT NOW!
I WANT SHOTS OF OF SPIDER-MAN'S FINISH!
IT'S LIABLE TO BE OUR FINISH!
LOOK!
THE VULTURE DRAGGED SPIDER-MAN OFF THE CHIMNEY!!
AND NOW--WITH THE WALL-CRAWLER SWINGING BEHIND HIM--HE'S COMING TOWARDS--US!

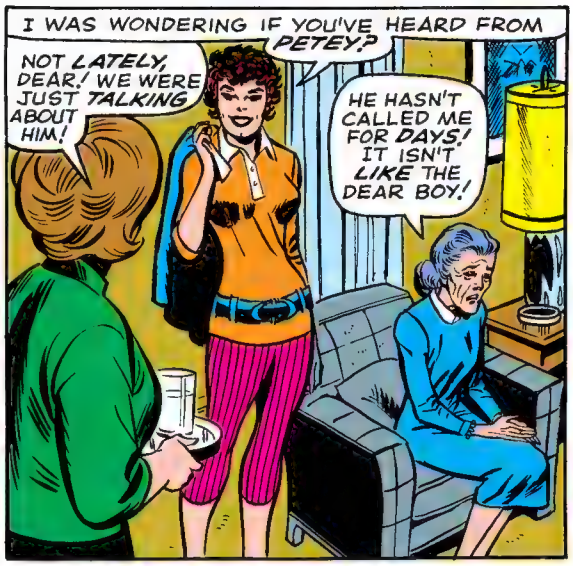
JAMESON.! ROBERTSON.!
GET OFF THAT ROOF, YOU FOOLS!
THIS IS NO TRACK MEET YOU'RE WATCHING!
TAKE COVER-- BEFORE SOMEONE GETS HURT!
YOUR ARM INJURY MUST HAVE AFFECTED YOUR BRAIN, MASKED MAN.!
MY GREATEST POWER IS FLIGHT.!
BINDING MY LEGS TOGETHER CAN'T STOP ME!
I'LL SWING YOU AROUND LIKE A HELPLESS PUPPET!
THE WAY SPIDER-MAN CALLED US BY NAME--!
IS HE SOMEONE I KNOW?
HE CAN'T FOOL ME--!
HE DOESN'T WANT US TO WITNESS HIS DEFEAT!
I'M OUTTA FILM ANY-WAY!
HE DOESN'T HAVETA TELL ME TWICE!
SEE HOW EASILY I CAN USE YOU LIKE A BOLA--
--TO HURL THOSE THRILL-SEEKERS OFF THEIR FEET!
COULDN'T STOP MYSELF! HE SWUNG ME RIGHT INTO THEM.!
THE VULTURE'S RIGHT-- I'VE GOT TO LET GO! TOO DANGEROUS TO HOLD ON THIS WAY!
DA
JJ-- LOOK OUT.!! WE'RE IN THE--
-UHHH!-
ZOK
YOU SAW THAT, ROBBIE.!
SPIDER-MAN TRIED TO KILL ME!
8


THEY WERE LUCKY-- I ONLY GRAZED THEM!
THOP!
THUP!
SPIDER-MAN-- WATCH IT! HE'S COMING AT YOU AGAIN!
WHAT ARE YOU WARNING HIM FOR?
I'M ROOTING FOR THE VULTURE!
HAH! NOW THAT MY LEGS ARE FREE AGAIN, I'LL USE THEM TO-- UHH!
BLAST IT!! HOW DID YOU MOVE SO FAST?
PTEW!
BLAME IT ON CLEAN LIVING, FEATHER-BRAIN!
IF HIS FEET HAD CONNECTED, GOING AT THAT SPEED, HE'D HAVE STOMPED ME TO-- UH OH!
THE IMPACT LOOSENED SOME CHUNKS OF THE BUGLE SIGN!
THEY'RE FALLING-- TOWARDS JAMESON AND ROBBIE!
WE'LL BE CRUSHED!
9

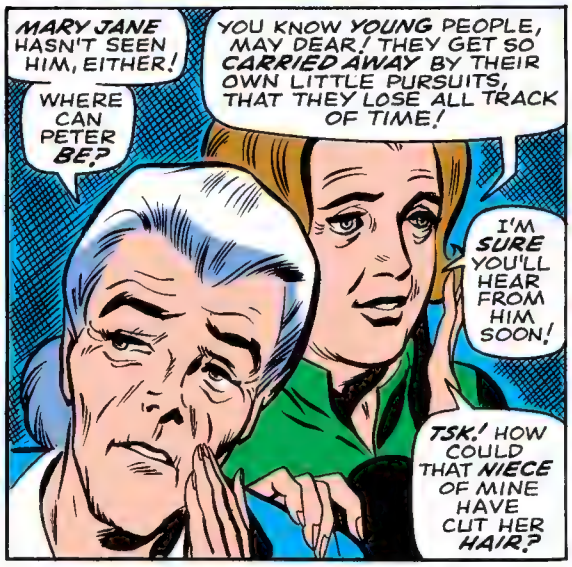
DON'T JUST STAND THERE, JJ--
MOVE, MAN!
THOOOOM
I WAS--PARALYZED WITH FEAR!--COULDN'T BUDGE!
IF YOU HADN'T SHOVED ME ASIDE, ROBBIE, I'D HAVE-- ROBBIE!
ONE OF THE STONES HIT YOU!--YOU'RE HURT!
YOU'VE GONE TOO FAR THIS TIME, WALL-CRAWLER!
IF ANYTHING HAPPENS TO JOE ROBERTSON, I'LL NEVER REST UNTIL YOU'RE CAUGHT!
YOU AND YOUR KIND WON'T TERRORIZE THIS CITY ANY LONGER!
JAMESON IS SO CONSUMED BY HIS HATRED FOR ME, THAT HE EVEN DISTORTS WHAT HE SEES WITH HIS OWN EYES!
YOU'D BE HELPING HIM A LOT MORE BY CALLING AN AMBULANCE THAN BY WASTING YOUR THREATS ON ME, FLATHEAD!
NO! LISTEN, JJ--IT WASN'T-- HIS FAUL-- UHHHH...


YOU CAN'T HOLD OFF YOUR ULTIMATE FATE MUCH LONGER!
IT'S ONLY A MATTER OF TIME BEFORE I CRUSH YOU!
WHAT ARE YOU WAITING FOR?
SWOOP DOWN ON HIM NOW-- BEFORE HE ESCAPES!
HERE! I'LL HELP YOU! I'LL HOLD HIM FOR YOU!!
IT'S OUR ONE CHANCE TO RID THE WORLD OF SPIDER-MAN-- FOREVER!
YOU BISCUIT-BRAINED BEDBUG! DO YOU THINK YOU'D BE SAFER WITH HIM RUNNING LOOSE IN THE CITY?
ALTHOUGH, IF YOU'RE DUMB ENOUGH TO THINK THAT YOU CAN HOLD ME-- THEN ANYTHING'S POSSIBLE!
AGAIN I MISSED HIM!
HE FLIPPED OUT OF MY WAY AS THOUGH JAMESON IS JUST A FEATHER ON HIS BACK!
EVEN WHILE INJURED, THERE'S NO DENYING HIS STRENGTH--OR HIS ACCURSED REFLEXES!
MADE IT--BY THE SKIN OF MY TEETH THAT TIME--!
BUT, MY ARM-- HURTS WORSE THAN EVER!
BUGLE

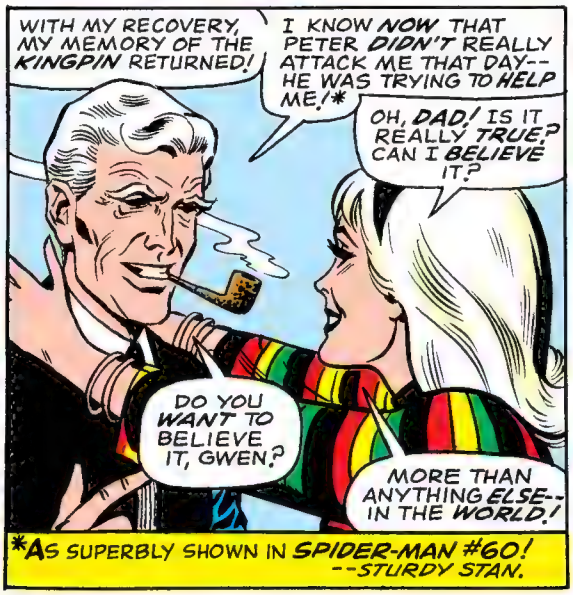

THE VULTURE'S HOLDING BACK NOW--SEARCHING FOR A NEW METHOD OF ATTACK!
YOU CAN'T ESCAPE HIM FOREVER! YOU'VE FINALLY MET SOMEONE WHO CAN ATTACK YOU--OVER AND OVER AGAIN!
BUT JAMESON IS GETTING TO BE A PROBLEM!
YOU'RE FINISHED, SPIDER-MAN--AND YOU KNOW IT!
I WISH YOU WERE AN OFFICIAL, CARD-CARRYING SUPER-VILLAIN--
SO I'D REALLY HAVE AN EXCUSE TO LEAN ON YOU!
THWIP!
HEY! STOP--!
BUT, TILL THEN, THIS'LL HAVE TO DO!
GET ME OUT OF HERE! YOU CAN'T DO THIS TO ME, YOU BUM!
PIPE DOWN, SUGAR-LIPS! THE WEBBING'LL SOON WEAR OFF--I'M SORRY TO SAY!
ROBERTSON'S STARTING TO MOVE! DON'T SEEM TO BE ANY BONES BROKEN!
JJ--LOOK OUT--HAVE TO GET OFF--THE ROOF--!
EASY, FELLA! YOU'LL BE OKAY!
THAT'S MORE THAN I CAN SAY FOR YOU!
IT'S THE VULTURE! HE'S ATTACKING AGAIN!
MEANWHILE, A SWEET LITTLE OLD LADY OPENS THE DOOR OF HER SWEET LITTLE OLD HOUSE IN THE SUBURBS, TO FIND--
OH! IT'S MARY JANE!
IT'S MY GINCHY NEW HAIRDO, MRS. PARKER!
I DIDN'T RECOGNIZE YOU FOR A MOMENT, DEAR!
COME IN, DEAR--
12


I WAS WONDERING IF YOU'VE HEARD FROM PETEY?
NOT LATELY, DEAR! WE WERE JUST TALKING ABOUT HIM!
HE HASN'T CALLED ME FOR DAYS! IT ISN'T LIKE THE DEAR BOY!

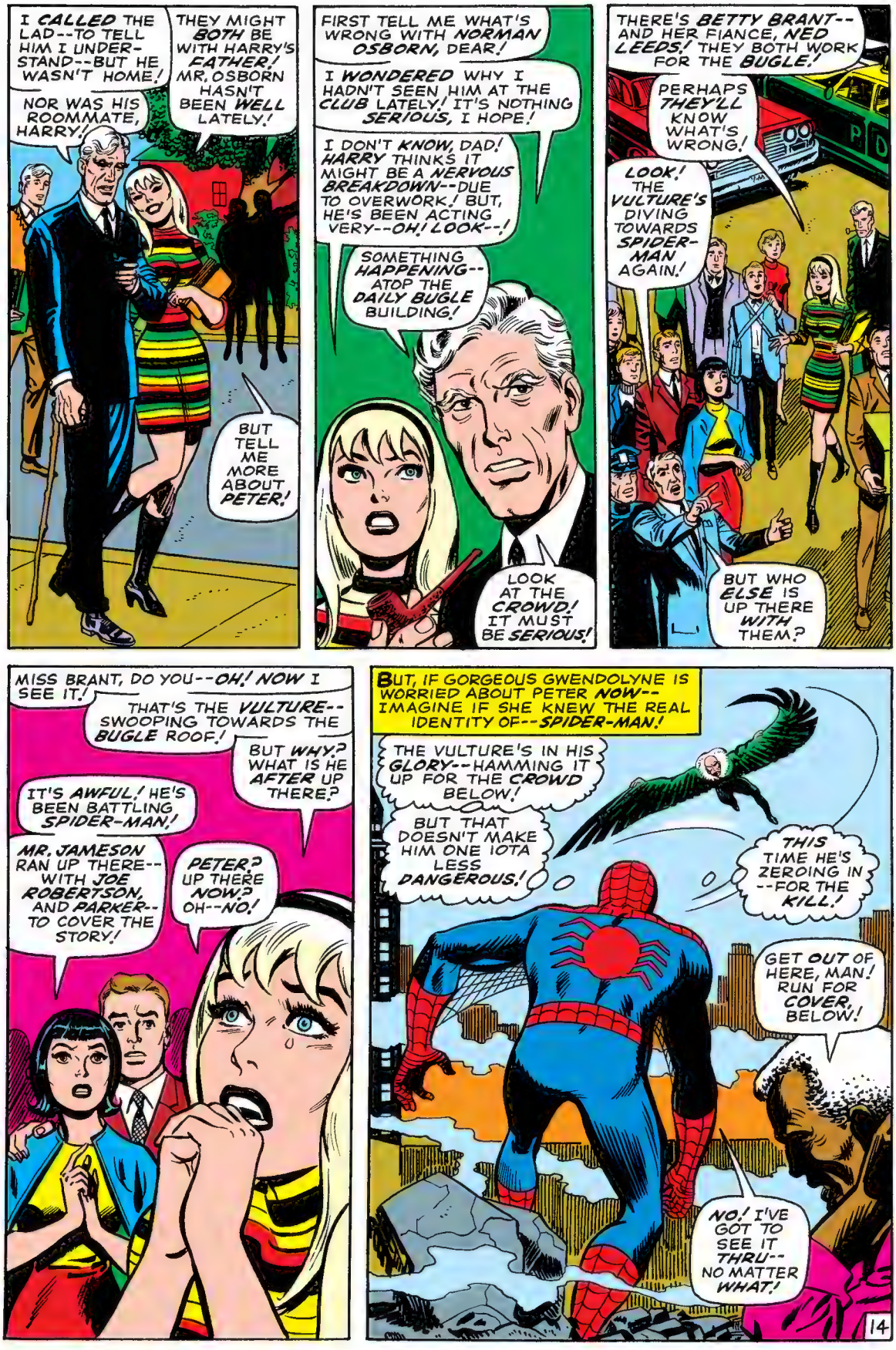
I'LL CASE THE CATS AT THE COFFEE BEAN! MAYBE THEY'VE SEEN HIM!
IT'S MY CHANCE TO KNOCK 'EM DEAD WITH THE BRAND NEW ME!
DIG YOU LATER, PEOPLE!

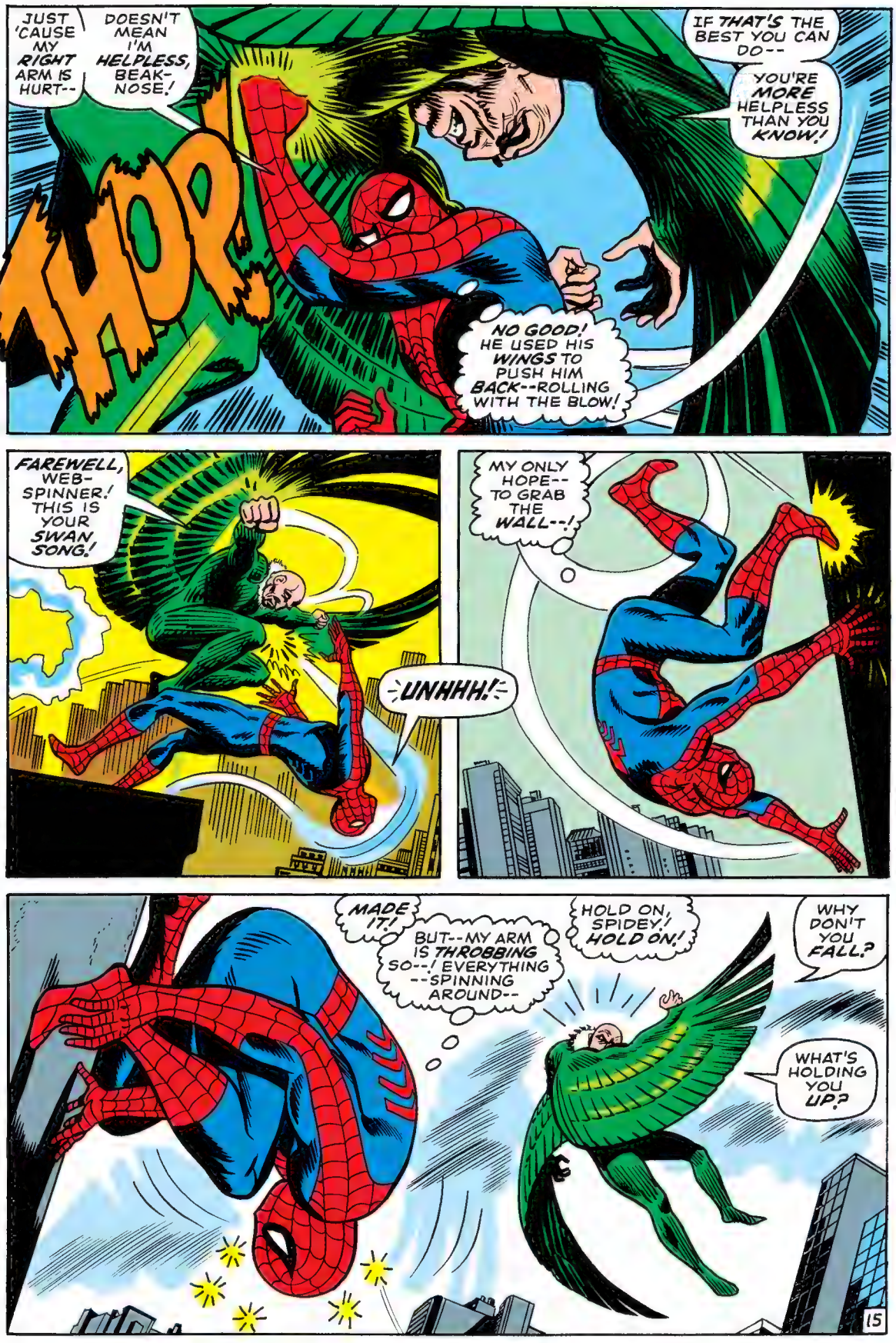

MARY JANE HASN'T SEEN HIM, EITHER!
WHERE CAN PETER BE?
YOU KNOW YOUNG PEOPLE, MAY DEAR! THEY GET SO CARRIED AWAY BY THEIR OWN LITTLE PURSUITS, THAT THEY LOSE ALL TRACK OF TIME!
I'M SURE YOU'LL HEAR FROM HIM SOON!
TSK! HOW COULD THAT NIECE OF MINE HAVE CUT HER HAIR?

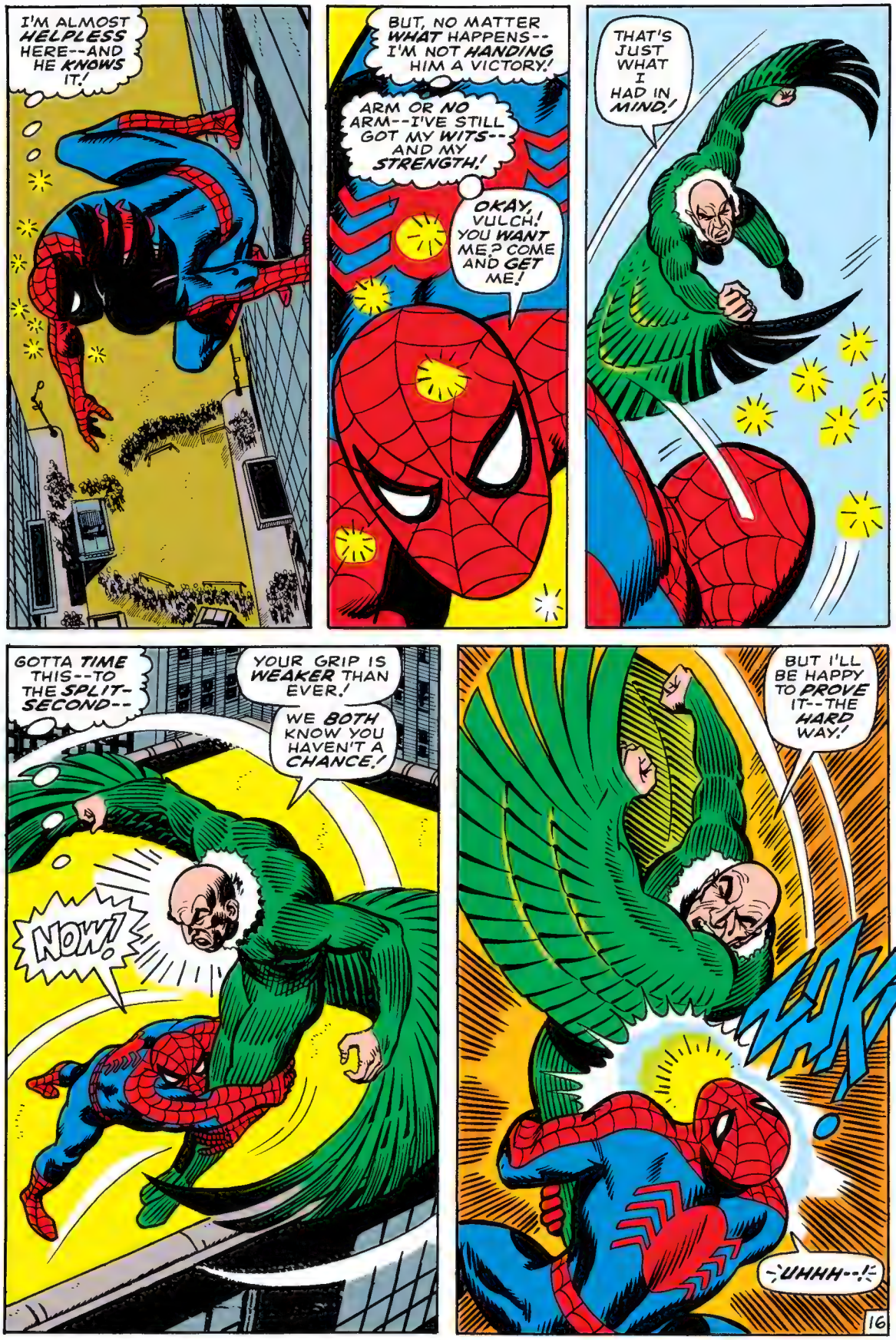
AND, WHILE WE'RE ON THE SUBJECT OF YOUNG PEOPLE--
DAD! WHAT A WONDERFUL SURPRISE!
THIS MEANS YOU'RE ALL WELL AGAIN!
NATURALLY! LOOK AT THE NURSE I HAD!
I THOUGHT I'D WALK YOU HOME, DEAR!
I'VE SOMETHING TO TELL YOU--!


WITH MY RECOVERY, MY MEMORY OF THE KINGPIN RETURNED!
I KNOW NOW THAT PETER DIDN'T REALLY ATTACK ME THAT DAY-- HE WAS TRYING TO HELP ME!*
OH, DAD! IS IT REALLY TRUE? CAN I BELIEVE IT?
DO YOU WANT TO BELIEVE IT, GWEN?
MORE THAN ANYTHING ELSE-- IN THE WORLD!

*AS SUPERBLY SHOWN IN SPIDER-MAN #60! --STURDY STAN.


I CALLED THE LAD--TO TELL HIM I UNDERSTAND--BUT HE WASN'T HOME!
THEY MIGHT BOTH BE WITH HARRY'S FATHER! MR. OSBORN HASN'T BEEN WELL LATELY!
NOR WAS HIS ROOMMATE, HARRY!
BUT TELL ME MORE ABOUT PETER!
FIRST TELL ME WHAT'S WRONG WITH NORMAN OSBORN, DEAR!
I WONDERED WHY I HADN'T SEEN HIM AT THE CLUB LATELY! IT'S NOTHING SERIOUS, I HOPE!
I DON'T KNOW, DAD! HARRY THINKS IT MIGHT BE A NERVOUS BREAKDOWN--DUE TO OVERWORK! BUT, HE'S BEEN ACTING VERY--OH! LOOK--!
SOMETHING HAPPENING--ATOP THE DAILY BUGLE BUILDING!
LOOK AT THE CROWD! IT MUST BE SERIOUS!
THERE'S BETTY BRANT--AND HER FIANCE, NED LEEDS! THEY BOTH WORK FOR THE BUGLE!
PERHAPS THEY'LL KNOW WHAT'S WRONG!
LOOK! THE VULTURE'S DIVING TOWARDS SPIDER-MAN AGAIN!
BUT WHO ELSE IS UP THERE WITH THEM?
MISS BRANT, DO YOU--OH! NOW I SEE IT!
THAT'S THE VULTURE--SWOOPING TOWARDS THE BUGLE ROOF!
BUT WHY? WHAT IS HE AFTER UP THERE?
IT'S AWFUL! HE'S BEEN BATTLING SPIDER-MAN!
MR. JAMESON RAN UP THERE--WITH JOE ROBERTSON, AND PARKER--TO COVER THE STORY!
PETER? UP THERE NOW? OH--NO!
BUT, IF GORGEOUS GWENDOLYNE IS WORRIED ABOUT PETER NOW--IMAGINE IF SHE KNEW THE REAL IDENTITY OF--SPIDER-MAN!
THE VULTURE'S IN HIS GLORY--HAMMING IT UP FOR THE CROWD BELOW!
BUT THAT DOESN'T MAKE HIM ONE IOTA LESS DANGEROUS!
THIS TIME HE'S ZEROING IN--FOR THE KILL!
GET OUT OF HERE, MAN! RUN FOR COVER, BELOW!
NO! I'VE GOT TO SEE IT THRU--NO MATTER WHAT!


JUST 'CAUSE MY RIGHT ARM IS HURT--
DOESN'T MEAN I'M HELPLESS, BEAK-NOSE!
THOR
IF THAT'S THE BEST YOU CAN DO--
YOU'RE MORE HELPLESS THAN YOU KNOW!
NO GOOD! HE USED HIS WINGS TO PUSH HIM BACK--ROLLING WITH THE BLOW!
FAREWELL, WEB-SPINNER! THIS IS YOUR SWAN SONG!
UNHHH!
MY ONLY HOPE-- TO GRAB THE WALL--!
MADE IT!
BUT--MY ARM IS THROBBING SO--! EVERYTHING --SPINNING AROUND--
HOLD ON, SPIDEY! HOLD ON!
WHY DON'T YOU FALL?
WHAT'S HOLDING YOU UP?


I'M ALMOST HELPLESS HERE--AND HE KNOWS IT!
BUT, NO MATTER WHAT HAPPENS--I'M NOT HANDING HIM A VICTORY!
ARM OR NO ARM--I'VE STILL GOT MY WITS--AND MY STRENGTH!
OKAY, VULCH! YOU WANT ME? COME AND GET ME!
THAT'S JUST WHAT I HAD IN MIND!
GOTTA TIME THIS--TO THE SPLIT-SECOND--
YOUR GRIP IS WEAKER THAN EVER!
WE BOTH KNOW YOU HAVEN'T A CHANCE!
NOW!
BUT I'LL BE HAPPY TO PROVE IT--THE HARD WAY!
THK!
UHHH--!
16

STILL WON'T LET GO? THAT'S ALL RIGHT WITH ME!
I CAN DO THIS ALL DAY!
HERE, IN FULL VIEW OF THE ENTIRE CITY--
I'M PROVING THAT I AM THE MASTER!
WHY DON'T YOU ANSWER?
I HOPE I'M NOT BORING YOU!
CAN'T-- TAKE-- ANY MORE--
STILL HAVE-- MY STRENGTH-- BUT MY ARM IS-- TOO NUMB--
CAN'T-- HOLD ON-- ANY LONGER--
I HEAR-- HIS LAUGHTER-- FOLLOWING ME DOWN--!

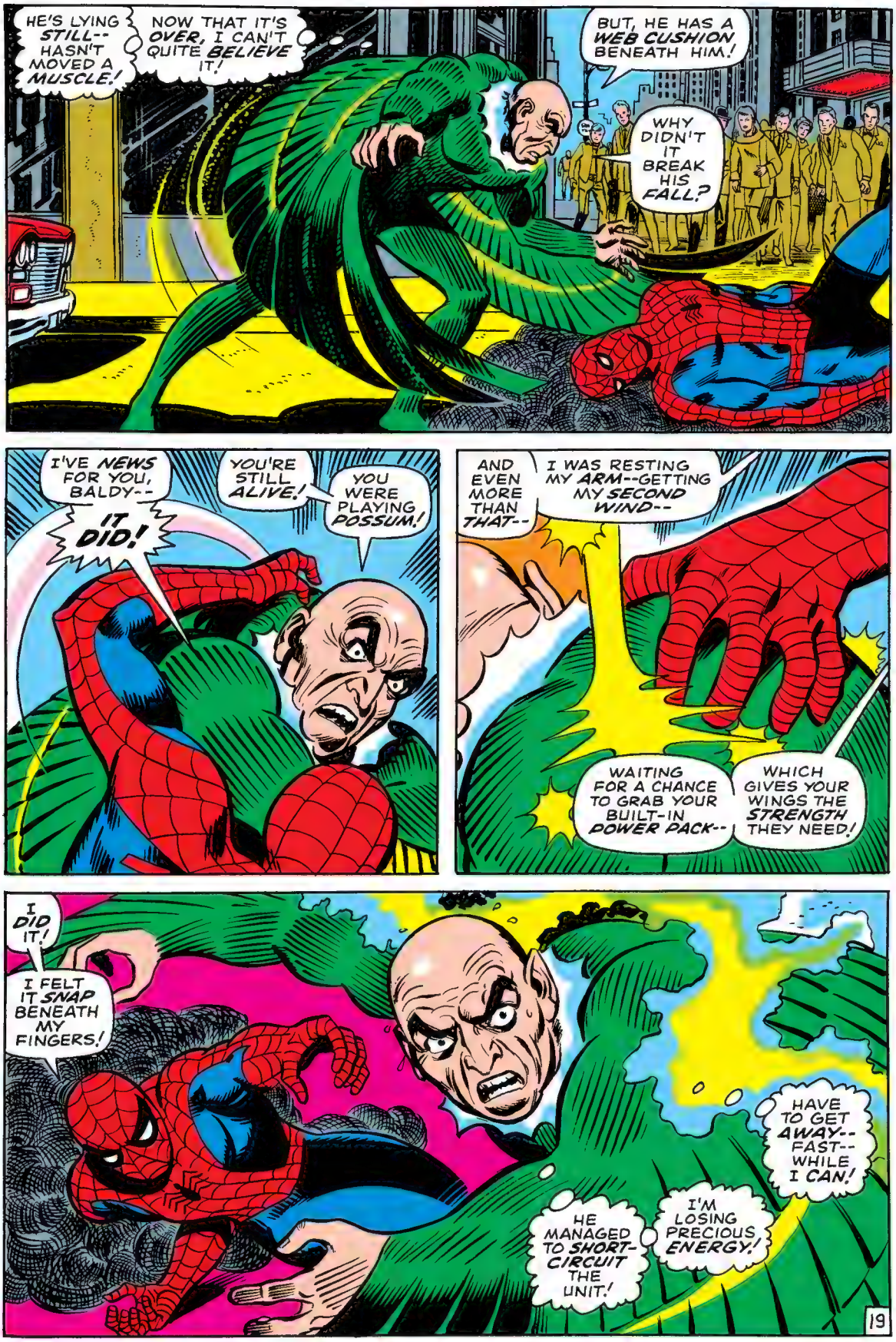
HA
HA
HA
HA
I'VE DONE IT! I'VE DONE IT! I'VE BEATEN SPIDER-MAN!

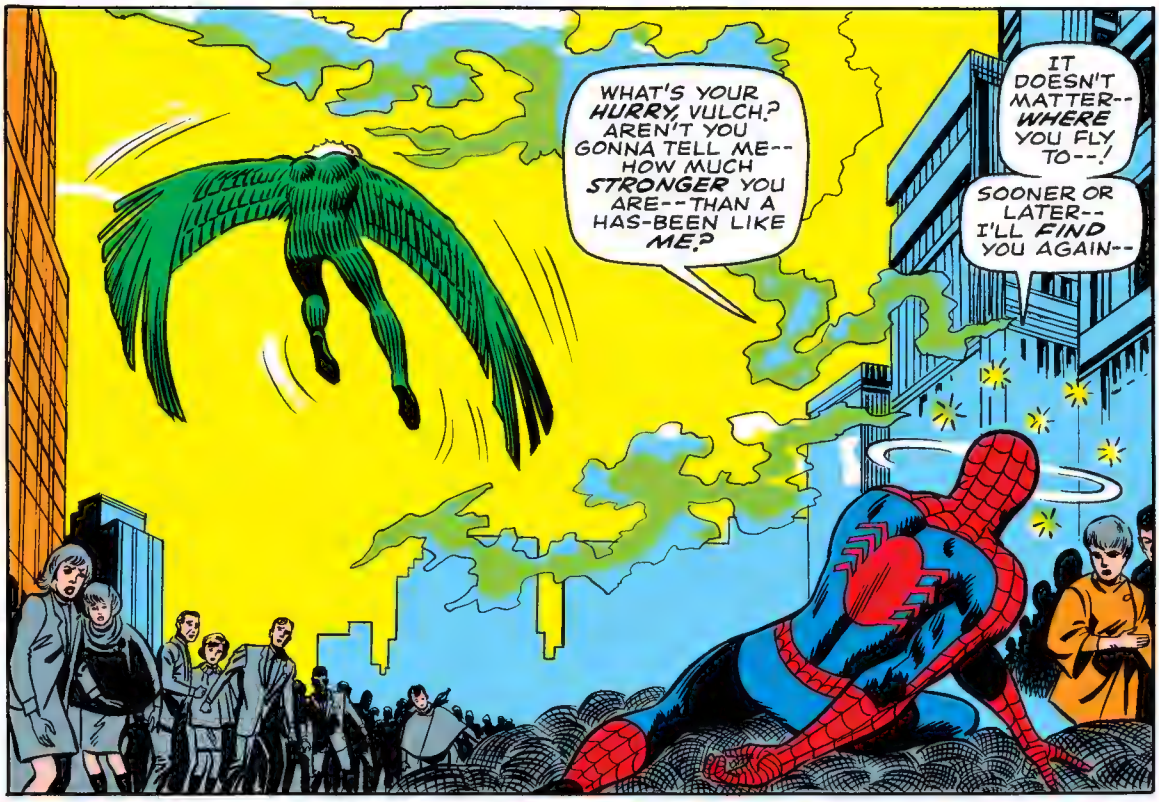
BUT, EVEN AS THE VULTURE GLOATS--
TOO FAR FROM WALL TO GRAB IT--
THWIPP!
BUT, IF I CAN FORM A WEB CUSHION IN TIME--

IT WORKED!
--JUST ENOUGH TO BREAK MY FALL!
SSHOOOM!

WHAT HAPPENED DOWN THERE?
IT LOOKED AS THOUGH --HE LANDED ON SOMETHING!
I'D BETTER MAKE SURE HE'S FINISHED!

HAH! LOOK AT THEM RUN-- PANICKY AT THE MERE SIGHT OF THE DEADLY VULTURE!
NOW THAT I'VE DEFEATED SPIDER-MAN, THERE'S NO ONE WHO'LL DARE OPPOSE ME!


HE'S LYING STILL-- HASN'T MOVED A MUSCLE!
NOW THAT IT'S OVER, I CAN'T QUITE BELIEVE IT!
BUT, HE HAS A WEB CUSHION BENEATH HIM!
WHY DIDN'T IT BREAK HIS FALL?
I'VE NEWS FOR YOU, BALDY--
IT DID!
YOU'RE STILL ALIVE!
YOU WERE PLAYING POSSUM!
AND EVEN MORE THAN THAT--
I WAS RESTING MY ARM--GETTING MY SECOND WIND--
WAITING FOR A CHANCE TO GRAB YOUR BUILT-IN POWER PACK--
WHICH GIVES YOUR WINGS THE STRENGTH THEY NEED!
I DID IT!
I FELT IT SNAP BENEATH MY FINGERS!
HE MANAGED TO SHORT-CIRCUIT THE UNIT!
I'M LOSING PRECIOUS ENERGY!
HAVE TO GET AWAY-- FAST-- WHILE I CAN!


WHAT'S YOUR HURRY, VULCH? AREN'T YOU GONNA TELL ME--HOW MUCH STRONGER YOU ARE--THAN A HAS-BEEN LIKE ME?
IT DOESN'T MATTER--WHERE YOU FLY TO--!
SOONER OR LATER--I'LL FIND YOU AGAIN--

AND--WHEN I DO--I--I--
EVERYTHING GETTING HAZY AGAIN--SPINNING AROUND! I--I'M HURT--WORSE THAN--I THOUGHT!
HAVE TO GET AWAY MYSELF! CAN'T PASS OUT--NOT HERE--IN THE STREET--
I'LL--BE AT--THE MERCY OF--

NEXT THE MAN BENEATH THE MASK!

the AMAZING
SPIDER-MAN
TM
APPROVED BY THE COMICS CODE AUTHORITY
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65 OCT
ESCAPE IMPOSSIBLE!

THE AMAZING SPIDER-MAN!™
"THE IMPOSSIBLE ESCAPE!"
LAST ISH, WE SAW SPIDEY INJURED DURING HIS EPIC BATTLE WITH THE MURDEROUS VULTURE! NOW, WITH THE WINGED MENACE GONE, OUR WEBSPINNER LIES HELPLESS--AS THE HOSTILE CROWD PRESSES EVER CLOSER--
UNMASK HIM!
QUICK! TAKE OFF HIS MASK--WHILE WE HAVE THE CHANCE!
WE CAN FINALLY SEE WHO HE IS!
NO! STAY BACK! WE HAVEN'T THE RIGHT!
WHO IS HE? WE CAN FIND OUT, AT LAST!
BREAK IT UP--ALL OF YOU!
THE MAN'S HURT!
HOW LUCKY CAN WE BE--?
BESTOWED UPON A FORTUNATE FANDOM BY: STAN (THE MAN) LEE and JOHN (RING-A-DING) ROMITA
ARTISTICALLY AIDED BY JIM (MADMAN) MOONEY WITH LETTERING BY ARTIE SIMEK
AND NOW, IT'S SPIDEY TIME...
1

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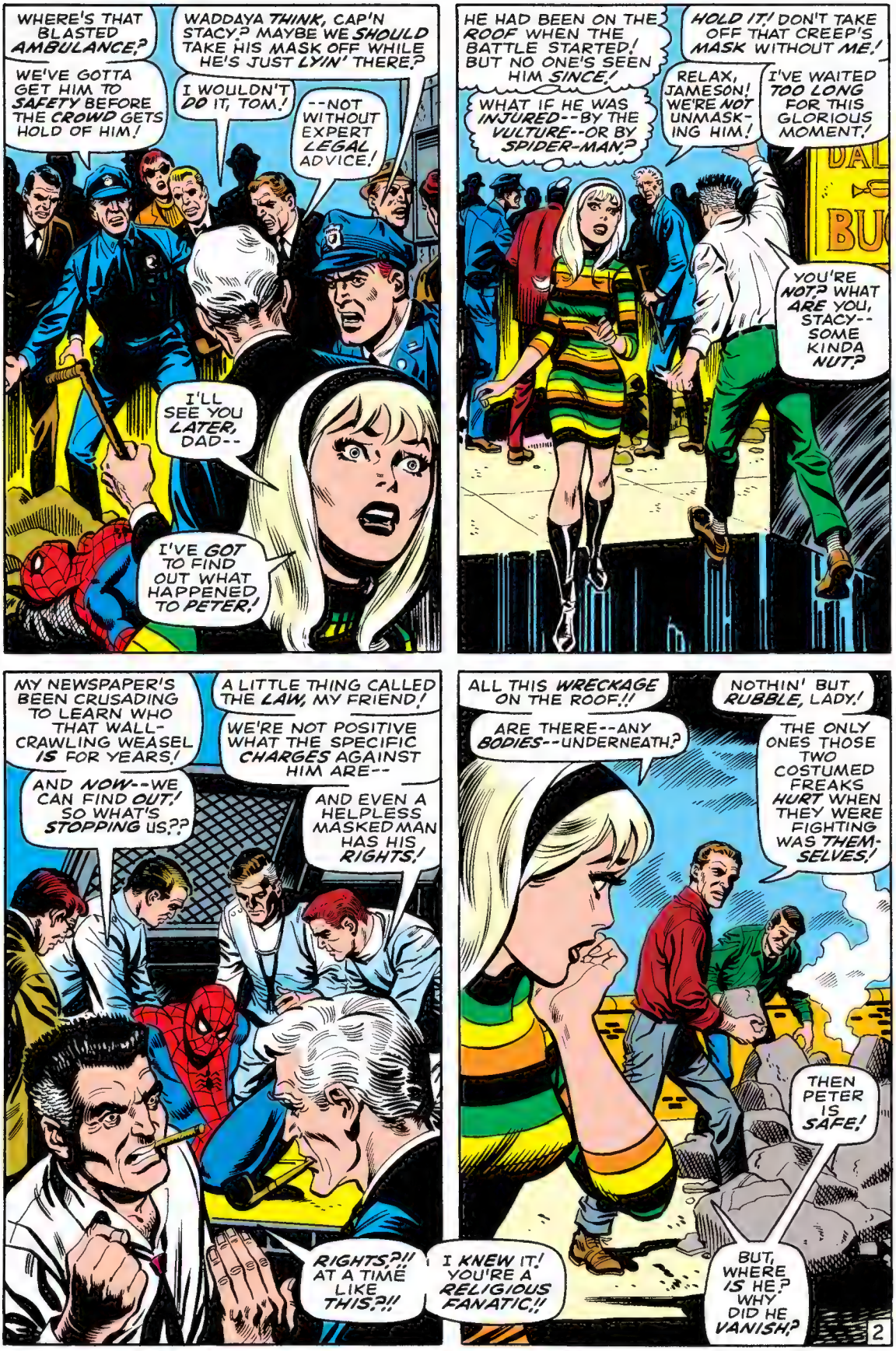
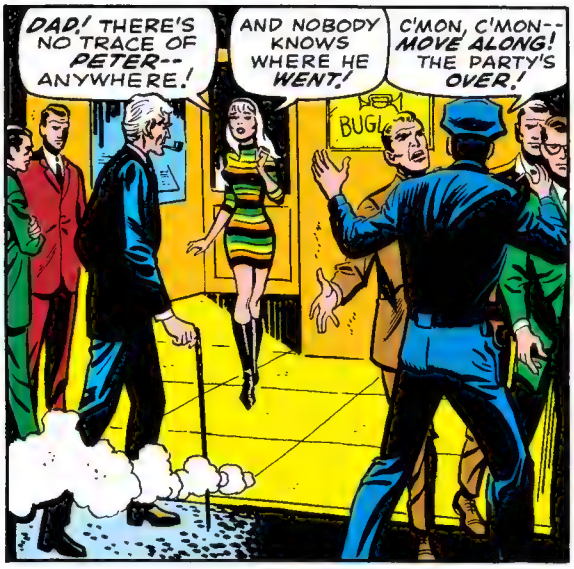
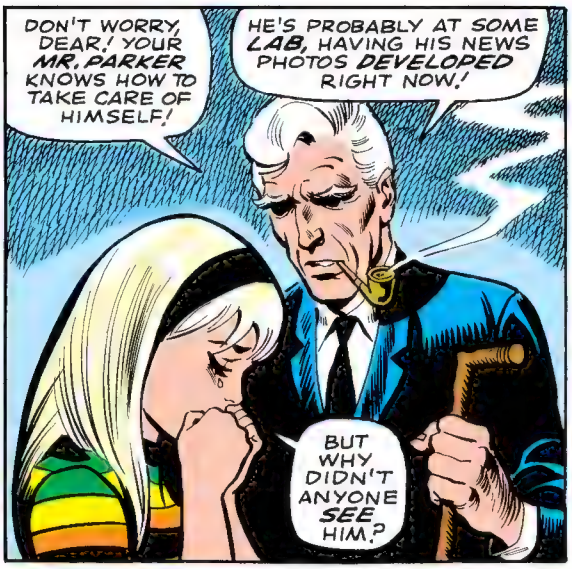
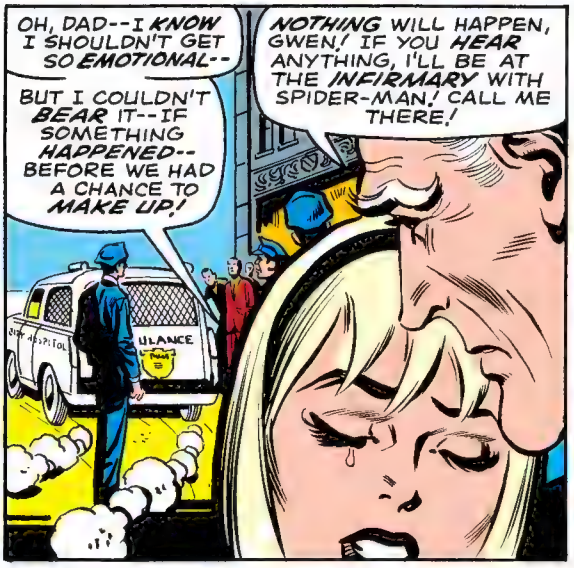
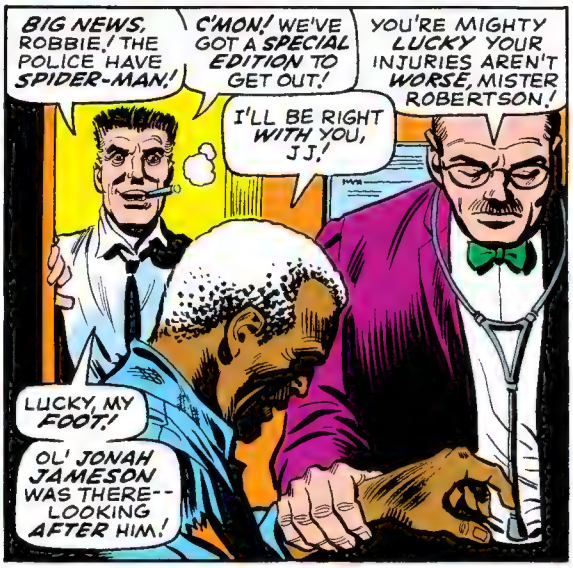

WHERE'S THAT BLASTED AMBULANCE?
WADDAYA THINK, CAP'N STACY? MAYBE WE SHOULD TAKE HIS MASK OFF WHILE HE'S JUST LYIN' THERE?
WE'VE GOTTA GET HIM TO SAFETY BEFORE THE CROWD GETS HOLD OF HIM!
I WOULDN'T DO IT, TOM!
--NOT WITHOUT EXPERT LEGAL ADVICE!
I'LL SEE YOU LATER, DAD--
I'VE GOT TO FIND OUT WHAT HAPPENED TO PETER!
HE HAD BEEN ON THE ROOF WHEN THE BATTLE STARTED! BUT NO ONE'S SEEN HIM SINCE!
HOLD IT! DON'T TAKE OFF THAT CREEP'S MASK WITHOUT ME!
WHAT IF HE WAS INJURED--BY THE VULTURE--OR BY SPIDER-MAN?
RELAX, JAMESON! WE'RE NOT UNMASKING HIM!
I'VE WAITED TOO LONG FOR THIS GLORIOUS MOMENT!
YOU'RE NOT? WHAT ARE YOU, STACY--SOME KINDA NUT?
MY NEWSPAPER'S BEEN CRUSADING TO LEARN WHO THAT WALL-CRAWLING WEASEL IS FOR YEARS!
A LITTLE THING CALLED THE LAW, MY FRIEND!
WE'RE NOT POSITIVE WHAT THE SPECIFIC CHARGES AGAINST HIM ARE--
AND NOW--WE CAN FIND OUT! SO WHAT'S STOPPING US??
AND EVEN A HELPLESS MASKED MAN HAS HIS RIGHTS!
RIGHTS?!! AT A TIME LIKE THIS?!!
I KNEW IT! YOU'RE A RELIGIOUS FANATIC!!
ALL THIS WRECKAGE ON THE ROOF!!
NOTHIN' BUT RUBBLE, LADY!
ARE THERE--ANY BODIES--UNDERNEATH?
THE ONLY ONES THOSE TWO COSTUMED FREAKS HURT WHEN THEY WERE FIGHTING WAS THEMSELVES!
THEN PETER IS SAFE!
BUT, WHERE IS HE? WHY DID HE VANISH?
2


DAD! THERE'S NO TRACE OF PETER--ANYWHERE!
AND NOBODY KNOWS WHERE HE WENT!
C'MON, C'MON--MOVE ALONG! THE PARTY'S OVER!
BUGLE

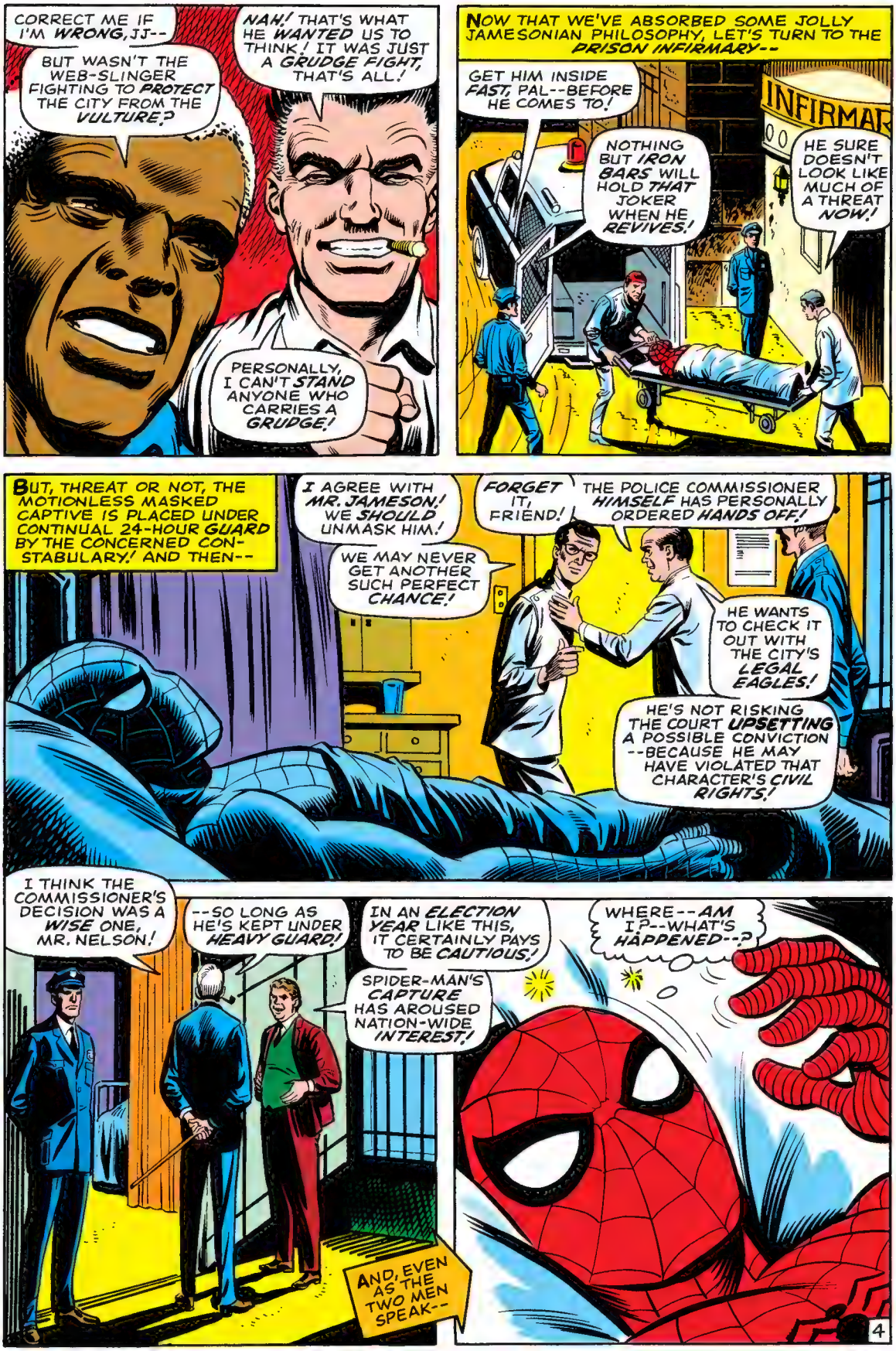

DON'T WORRY, DEAR! YOUR MR. PARKER KNOWS HOW TO TAKE CARE OF HIMSELF!
HE'S PROBABLY AT SOME LAB, HAVING HIS NEWS PHOTOS DEVELOPED RIGHT NOW!
BUT WHY DIDN'T ANYONE SEE HIM?

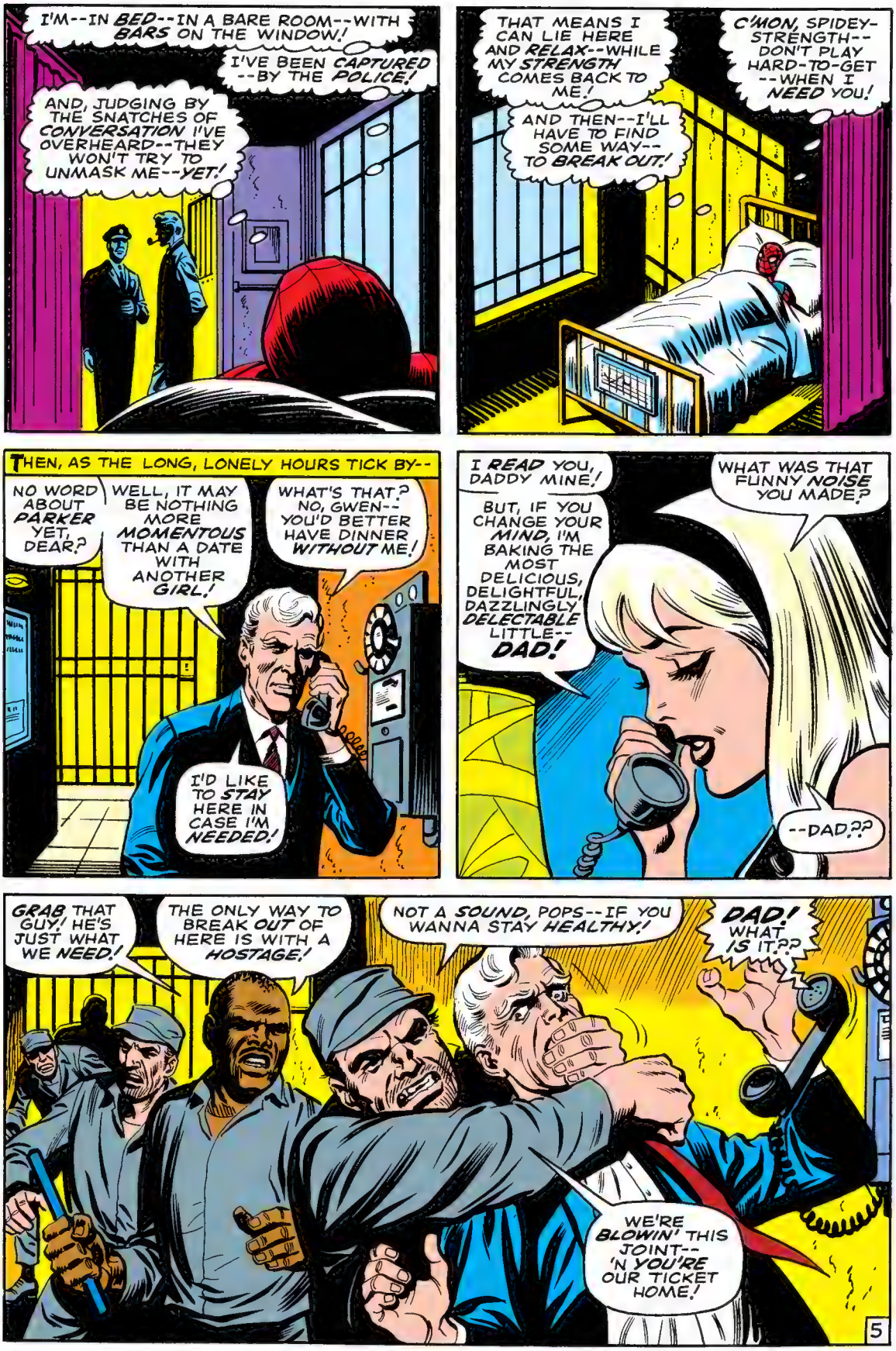

OH, DAD--I KNOW I SHOULDN'T GET SO EMOTIONAL--
BUT I COULDN'T BEAR IT--IF SOMETHING HAPPENED--BEFORE WE HAD A CHANCE TO MAKE UP!
NOTHING WILL HAPPEN, GWEN! IF YOU HEAR ANYTHING, I'LL BE AT THE INFIRMARY WITH SPIDER-MAN! CALL ME THERE!
AMBULANCE

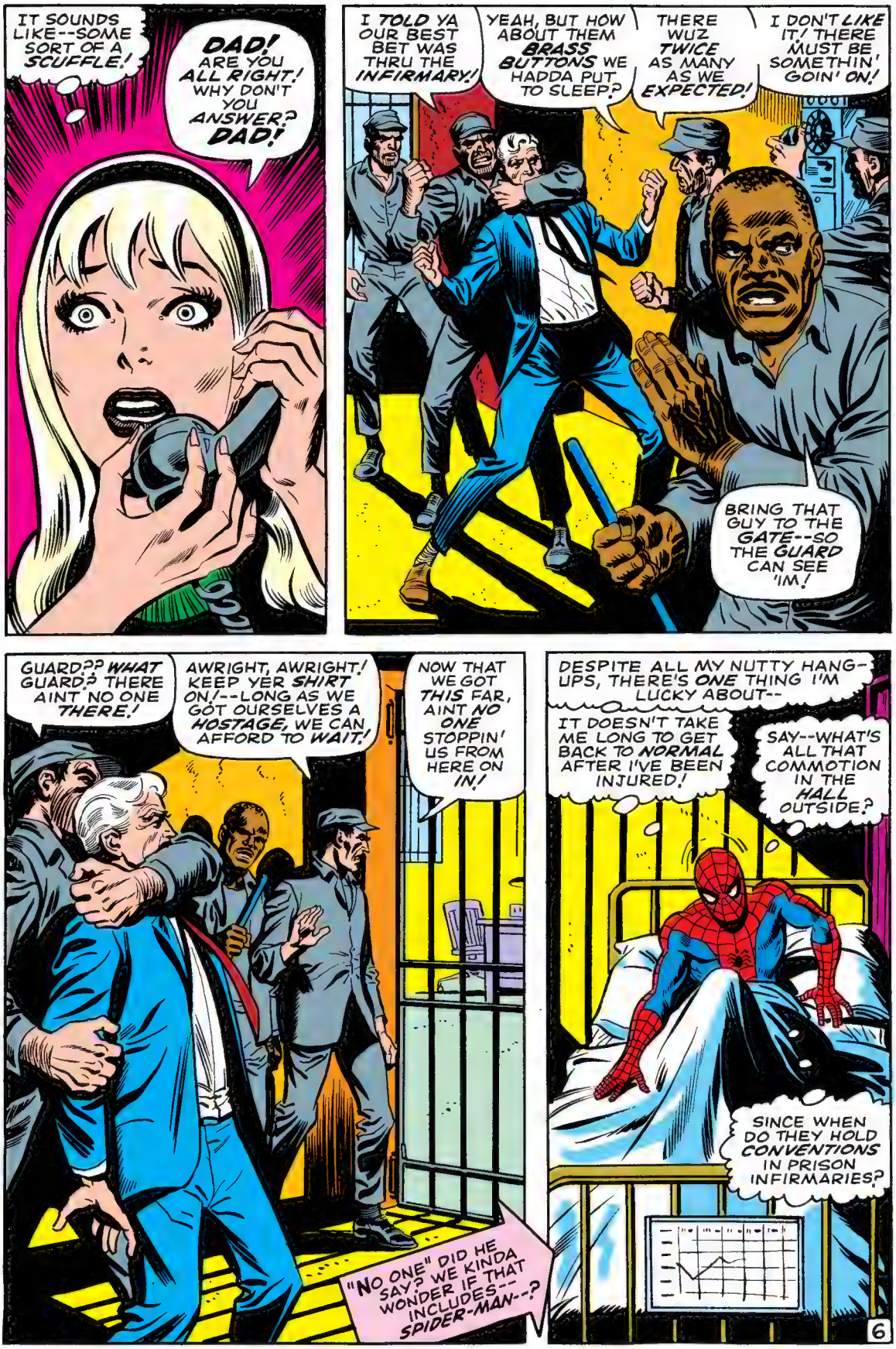

BIG NEWS, ROBBIE! THE POLICE HAVE SPIDER-MAN!
C'MON! WE'VE GOT A SPECIAL EDITION TO GET OUT!
I'LL BE RIGHT WITH YOU, J.J.!
YOU'RE MIGHTY LUCKY YOUR INJURIES AREN'T WORSE, MISTER ROBERTSON!
LUCKY, MY FOOT!
OL' JONAH JAMESON WAS THERE--LOOKING AFTER HIM!

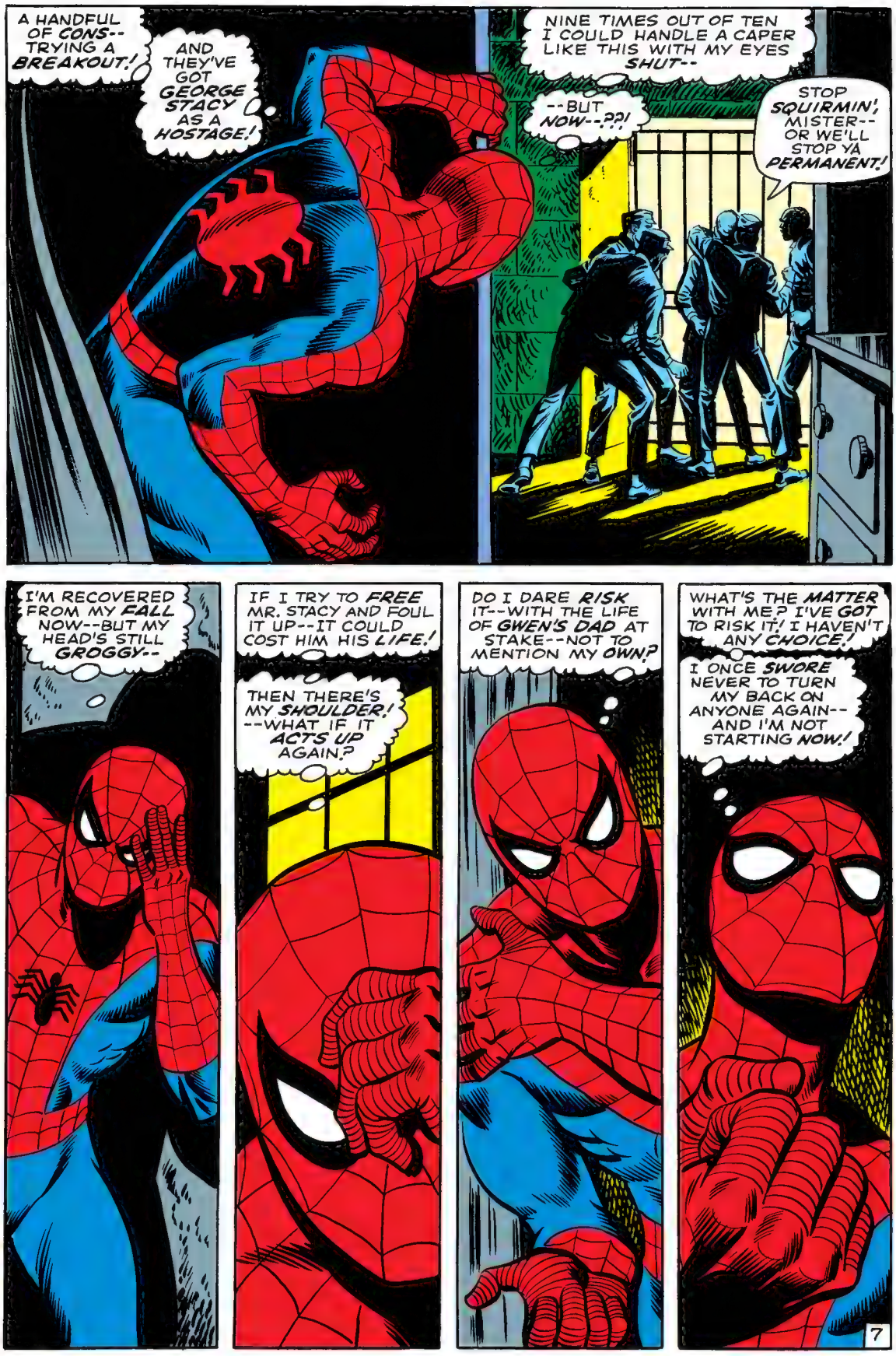
WHAT ABOUT THE VULTURE?
DID HE GET AWAY?
YEAH! BUT WHO CARES ABOUT HIM?
THE BIG THING IS--SOMEONE FINALLY STOPPED SPIDER-MAN!

EVEN THOUGH THAT BLEEDING-HEART DO-GOODER, STACY, STOPPED EVERYONE FROM UNMASKING HIM--
IT'S ONLY A MATTER OF TIME BEFORE WE LEARN WHO HE REALLY IS!
HE CAN'T GET AWAY FROM US AGAIN!


CORRECT ME IF I'M WRONG, JJ--
BUT WASN'T THE WEB-SLINGER FIGHTING TO PROTECT THE CITY FROM THE VULTURE?
NAH! THAT'S WHAT HE WANTED US TO THINK! IT WAS JUST A GRUDGE FIGHT, THAT'S ALL!
PERSONALLY, I CAN'T STAND ANYONE WHO CARRIES A GRUDGE!
NOW THAT WE'VE ABSORBED SOME JOLLY JAMESONIAN PHILOSOPHY, LET'S TURN TO THE PRISON INFIRMARY--
GET HIM INSIDE FAST, PAL--BEFORE HE COMES TO!
NOTHING BUT IRON BARS WILL HOLD THAT JOKER WHEN HE REVIVES!
HE SURE DOESN'T LOOK LIKE MUCH OF A THREAT NOW!
BUT, THREAT OR NOT, THE MOTIONLESS MASKED CAPTIVE IS PLACED UNDER CONTINUAL 24-HOUR GUARD BY THE CONCERNED CONSTABULARY! AND THEN--
I AGREE WITH MR. JAMESON! WE SHOULD UNMASK HIM!
WE MAY NEVER GET ANOTHER SUCH PERFECT CHANCE!
FORGET IT, FRIEND!
THE POLICE COMMISSIONER HIMSELF HAS PERSONALLY ORDERED HANDS OFF!
HE WANTS TO CHECK IT OUT WITH THE CITY'S LEGAL EAGLES!
HE'S NOT RISKING THE COURT UPSETTING A POSSIBLE CONVICTION --BECAUSE HE MAY HAVE VIOLATED THAT CHARACTER'S CIVIL RIGHTS!
I THINK THE COMMISSIONER'S DECISION WAS A WISE ONE, MR. NELSON!
--SO LONG AS HE'S KEPT UNDER HEAVY GUARD!
IN AN ELECTION YEAR LIKE THIS, IT CERTAINLY PAYS TO BE CAUTIOUS!
SPIDER-MAN'S CAPTURE HAS AROUSED NATION-WIDE INTEREST!
AND, EVEN AS THE TWO MEN SPEAK--
WHERE--AM I?--WHAT'S HAPPENED--?
4


I'M--IN BED--IN A BARE ROOM--WITH BARS ON THE WINDOW!
I'VE BEEN CAPTURED --BY THE POLICE!
AND, JUDGING BY THE SNATCHES OF CONVERSATION I'VE OVERHEARD--THEY WON'T TRY TO UNMASK ME--YET!
THAT MEANS I CAN LIE HERE AND RELAX--WHILE MY STRENGTH COMES BACK TO ME!
AND THEN--I'LL HAVE TO FIND SOME WAY-- TO BREAK OUT!
C'MON, SPIDEY- STRENGTH-- DON'T PLAY HARD-TO-GET --WHEN I NEED YOU!
THEN, AS THE LONG, LONELY HOURS TICK BY--
NO WORD ABOUT PARKER YET, DEAR?
WELL, IT MAY BE NOTHING MORE MOMENTOUS THAN A DATE WITH ANOTHER GIRL!
WHAT'S THAT? NO, GWEN-- YOU'D BETTER HAVE DINNER WITHOUT ME!
I'D LIKE TO STAY HERE IN CASE I'M NEEDED!
I READ YOU, DADDY MINE!
BUT, IF YOU CHANGE YOUR MIND, I'M BAKING THE MOST DELICIOUS, DELIGHTFUL, DAZZLINGLY DELECTABLE LITTLE-- DAD!
WHAT WAS THAT FUNNY NOISE YOU MADE?
--DAD??
GRAB THAT GUY! HE'S JUST WHAT WE NEED!
THE ONLY WAY TO BREAK OUT OF HERE IS WITH A HOSTAGE!
NOT A SOUND, POPS--IF YOU WANNA STAY HEALTHY!
DAD! WHAT IS IT??
WE'RE BLOWIN' THIS JOINT-- 'N YOU'RE OUR TICKET HOME!
5


IT SOUNDS LIKE--SOME SORT OF A SCUFFLE!
DAD! ARE YOU ALL RIGHT! WHY DON'T YOU ANSWER? DAD!
I TOLD YA OUR BEST BET WAS THRU THE INFIRMARY!
YEAH, BUT HOW ABOUT THEM BRASS BUTTONS WE HADDA PUT TO SLEEP?
THERE WUZ TWICE AS MANY AS WE EXPECTED!
I DON'T LIKE IT! THERE MUST BE SOMETHIN' GOIN' ON!
BRING THAT GUY TO THE GATE--SO THE GUARD CAN SEE 'IM!
GUARD?? WHAT GUARD? THERE AIN'T NO ONE THERE!
AWRIGHT, AWRIGHT! KEEP YER SHIRT ON!--LONG AS WE GOT OURSELVES A HOSTAGE, WE CAN AFFORD TO WAIT!
NOW THAT WE GOT THIS FAR, AIN'T NO ONE STOPPIN' US FROM HERE ON IN!
"NO ONE" DID HE SAY? WE KINDA WONDER IF THAT INCLUDES--SPIDER-MAN--?
DESPITE ALL MY NUTTY HANG-UPS, THERE'S ONE THING I'M LUCKY ABOUT--
IT DOESN'T TAKE ME LONG TO GET BACK TO NORMAL AFTER I'VE BEEN INJURED!
SAY--WHAT'S ALL THAT COMMOTION IN THE HALL OUTSIDE?
SINCE WHEN DO THEY HOLD CONVENTIONS IN PRISON INFIRMARIES?
6

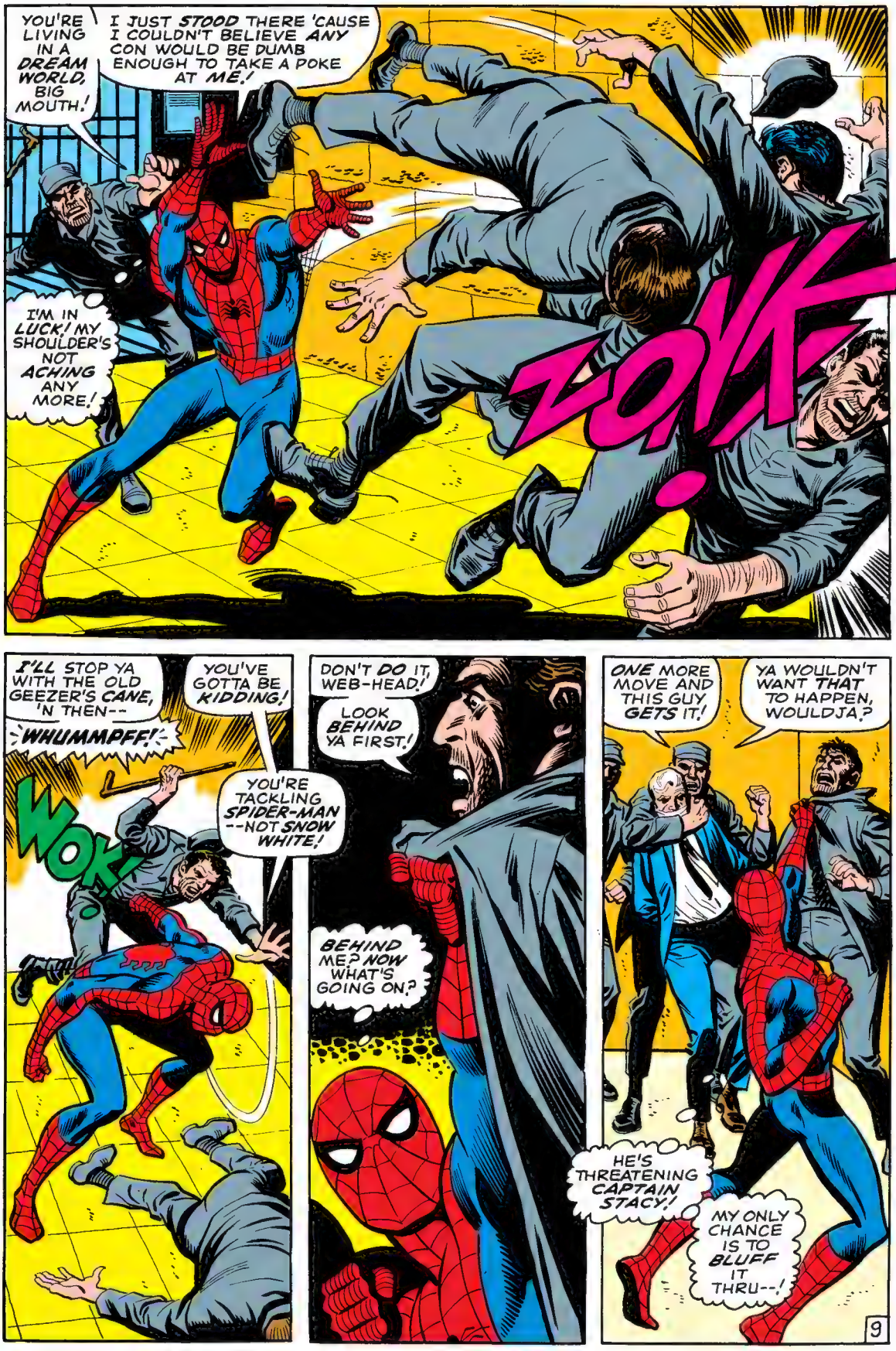

A HANDFUL OF CONS-- TRYING A BREAKOUT!
AND THEY'VE GOT GEORGE STACY AS A HOSTAGE!
NINE TIMES OUT OF TEN I COULD HANDLE A CAPER LIKE THIS WITH MY EYES SHUT--
--BUT NOW--?!?!
STOP SQUIRMIN', MISTER-- OR WE'LL STOP YA PERMANENT!
I'M RECOVERED FROM MY FALL NOW--BUT MY HEAD'S STILL GROGGY--
IF I TRY TO FREE MR. STACY AND FOUL IT UP--IT COULD COST HIM HIS LIFE!
THEN THERE'S MY SHOULDER! --WHAT IF IT ACTS UP AGAIN?
DO I DARE RISK IT--WITH THE LIFE OF GWEN'S DAD AT STAKE--NOT TO MENTION MY OWN?
WHAT'S THE MATTER WITH ME? I'VE GOT TO RISK IT! I HAVEN'T ANY CHOICE!
I ONCE SWORE NEVER TO TURN MY BACK ON ANYONE AGAIN-- AND I'M NOT STARTING NOW!

MY BEST BET IS TO BLUFF IT OUT--MAKE THEM THINK I WANNA THROW IN WITH THEM!
IS THAT A PRIVATE PARTY, BOYS--OR CAN ANYONE JOIN IN?
HEY! IT'S SPIDER-MAN!
SO THAT'S WHY THEY HAD THEM EXTRA GUARDS!

HE WAS HURT IN A FALL! HE CAN'T STOP ALL OF US NOW!
C'MON--LET'S JUMP 'IM, WHILE WE CAN!
YOU'VE GOT IT ALL WRONG, GROUP!
I WANNA JOIN YOU--NOT STOP YOU!
HEY! IF HE MEANS IT, WE CAN USE A GUY LIKE HIM!

I DON'T LIKE IT! HE NEVER HELPED ANY OF US ON THE OUTSIDE--
WHY SHOULD HE WANNA HELP US NOW?
HELP US? I WOULDN'T BE IN HERE IF NOT FOR THAT CRUMMY PUNK!
I SAY WE POLISH 'IM OFF--RIGHT, NOW!
NUTS! HE MUST BE ONE OF THE DOZENS OF PETTY HOODS I'VE PUT ON ICE IN THE PAST FEW YEARS!

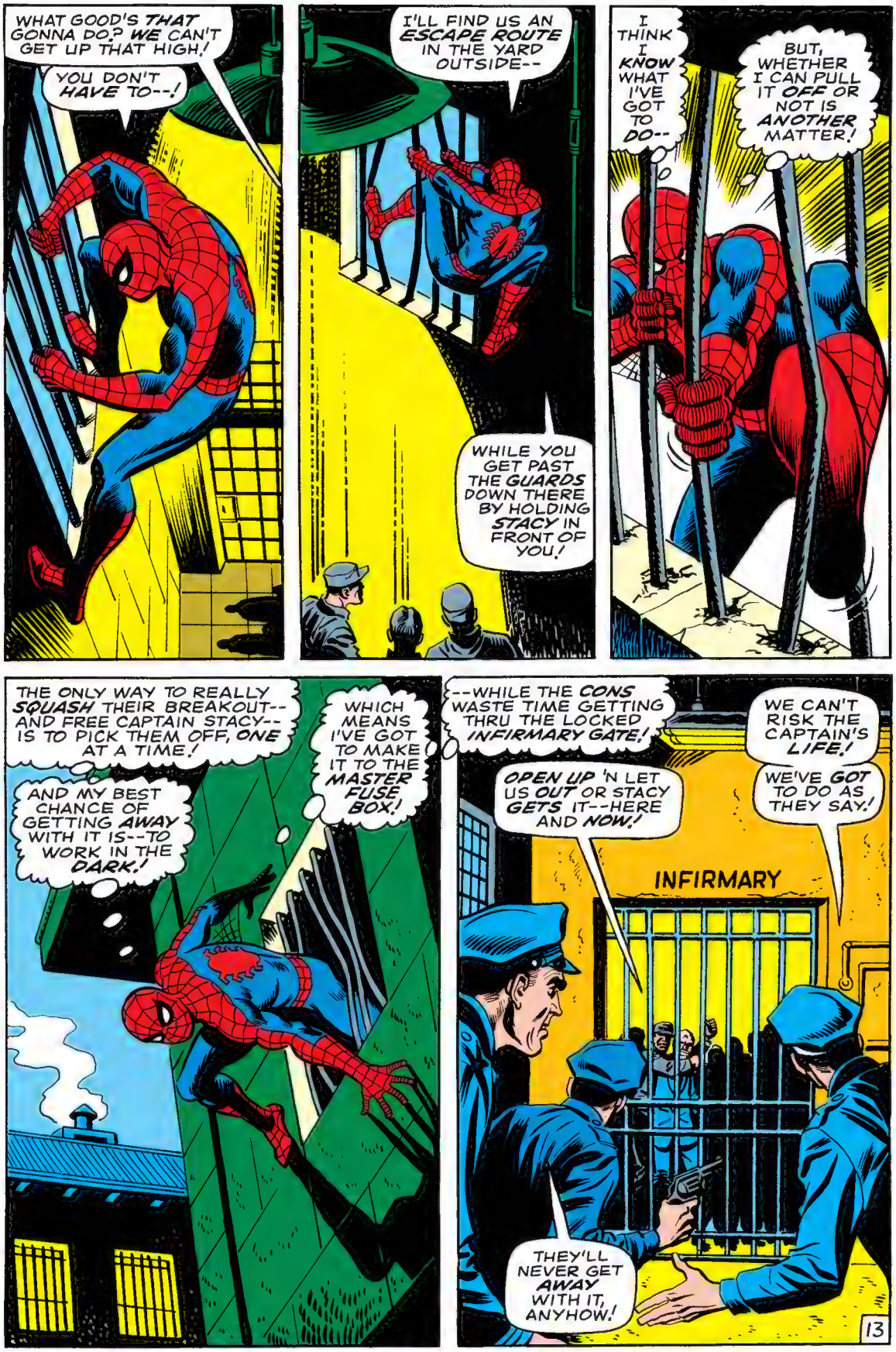
LET'S GIT 'IM--WHILE HE'S STILL WEAK!
ZOK
HEY--YOU'RE RIGHT!
HE JUST STOOD THERE AND TOOK IT!


YOU'RE LIVING IN A DREAM WORLD, BIG MOUTH!
I JUST STOOD THERE 'CAUSE I COULDN'T BELIEVE ANY CON WOULD BE DUMB ENOUGH TO TAKE A POKE AT ME!
I'M IN LUCK! MY SHOULDER'S NOT ACHING ANY MORE!
ZOK!
I'LL STOP YA WITH THE OLD GEEZER'S CANE, 'N THEN--
WHUMMPFF!
YOU'VE GOTTA BE KIDDING!
WOK!
YOU'RE TACKLING SPIDER-MAN --NOT SNOW WHITE!
DON'T DO IT, WEB-HEAD!
LOOK BEHIND YA FIRST!
BEHIND ME? NOW WHAT'S GOING ON?
ONE MORE MOVE AND THIS GUY GETS IT!
YA WOULDN'T WANT THAT TO HAPPEN, WOULDJA?
HE'S THREATENING CAPTAIN STACY!
MY ONLY CHANCE IS TO BLUFF IT THRU--!
9

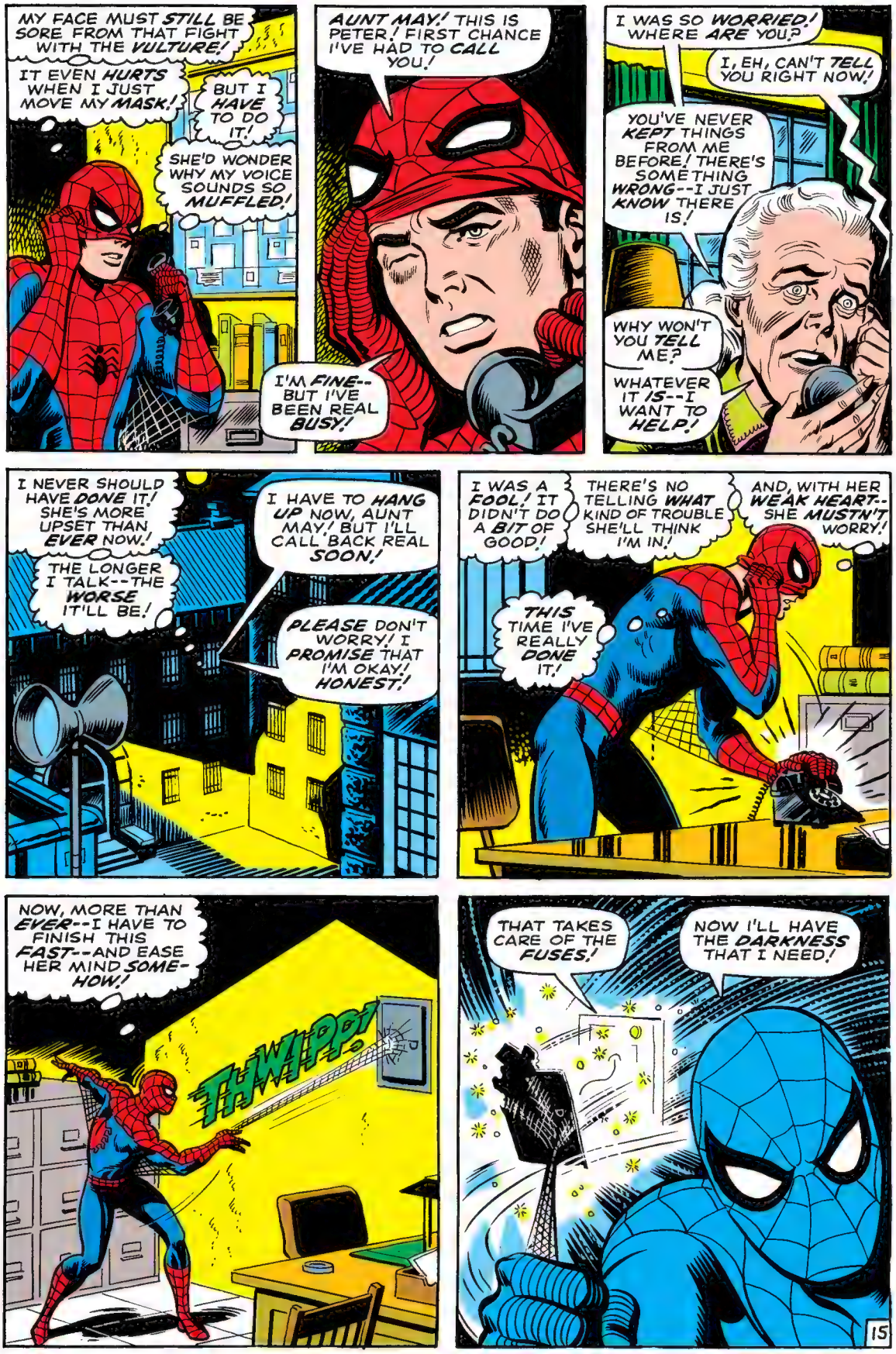
DO WHAT YOU WANT WITH HIM--IT'S NO SKIN OFF MY NOSE!
IF THIS DOESN'T WORK, I'LL JUMP HIM BEFORE GWEN'S DAD CAN BE HURT--
BUT I'M BETTING IT'LL DO THE TRICK!
HEY! HE MEANS IT! HE DON'T CARE NOTHIN' ABOUT THIS GUY!
HE'S TRYING TO BREAK OUT--JUST LIKE US!
YEAH! WISE UP! LET 'IM JOIN US! WE CAN USE A GUY LIKE THAT!
WHEW! IT WAS CLOSE--BUT IT WORKED!
AWRIGHT, AWRIGHT--STOP MAKIN' WITH THE MUSCLE!
WE PICKED OURSELVES UP A HOSTAGE--AND NOW WE GOT SPIDER-MAN ON OUR SIDE!
BUT WE STILL AINT OUTTA HERE!
OKAY, SPIDEY--YOU COOLED THE SCENE! NOW WHAT'S YOUR NEXT MOVE?
LET'S SEE WHAT HE'S GOT TO OFFER--!
GO ON, BIG MAN--START TALKIN'!
THIS IS IT! I'VE GOT TO THINK FAST!
OKAY, GENTLEMEN--HERE'S WHAT WE'RE GONNA DO--!
MEANWHILE, AT THAT VERY MOMENT, A DEJECTED HARRY OSBORN CONTINUES THE SEARCH FOR HIS MISSING FATHER--
HE'S SICK! HE CAN'T ROAM THE CITY ALONE! HE NEEDS HELP! I'VE GOT TO FIND HIM!
MAYBE HE CAME BACK HERE--TO HIS CLUB--?
10

NO, SON--YOUR FATHER HASN'T *BEEN* HERE FOR DAYS!
I DON'T KNOW--WHERE ELSE TO *LOOK!*
THERE'S YOUNG *OSBORN*--ONE OF *PARKER'S* FRIENDS!
SAY, BOY--WHERE'S THAT NO-GOOD *ROOMMATE* OF YOURS?
HUH? OH--IT'S *MR. JAMESON!*
SORRY, I HAVEN'T *SEEN* PETER FOR A WHILE!
I'VE BEEN LOOKING FOR MY *FATHER!*
I THOUGHT HE WAS AT THE *HOSPITAL*, GETTING A CHECK-UP!
WHAT *HAPPENED* TO HIM?
THAT'S WHAT *I'D* LIKE TO KNOW!
WELL, *HE'LL* BE OKAY! *NORMAN OSBORN* KNOWS HOW TO TAKE *CARE* OF HIMSELF!
BUT, IF YOU SEE THAT CRUMB *PARKER*, YOU CAN TELL HIM FOR *ME*--
TELL HIM *YOURSELF!* I HAVEN'T THE *TIME!*
KIDS! YOU'RE ALL *ALIKE!* NO *RESPECT* FOR ANYONE! NOW, WHEN *I* WAS A BOY--
NUTS! HE WAS *BORN* FIFTY YEARS OLD!
OH, THERE'S *MARY JANE!*
LIKE, *HI, GUY!*
WHAT'S THE *BIT*, BOY?
YOU LOOK LIKE YOU LOST YOUR LAST THRILLIN' *DYLAN* DISC!
I WISH THAT *WAS* THE ONLY THING BUGGING ME!
IF ONLY I KNEW WHAT MADE DAD ACT SO *STRANGE!*
I'VE NEVER SEEN HIM SO *ANGRY*--SO *COLD*--!
HE SEEMED TO GET *WORSE*--EVERY TIME THE *GREEN GOBLIN*--OR *SPIDER-MAN* WAS MENTIONED!
BUT I CAN'T MAKE THE *PIECES* FIT TOGETHER!
OR MAYBE--I DON'T *WANT* TO!
11

MAN! YOU'RE JUST A BARREL OF LAUGHS!
HOW DID ROWAN AND MARTIN EVER MAKE IT WITHOUT YOU?
WELL, SAY HELLO TO THE OTHER SWINGERS AT THE FUNERAL HOME!
OKAY, INTERRUPTION-TIME'S OVER! SO, BACK TO THE BLUECOATS--
GET THE RIOT GUNS!
THERE'S A BREAK AT THE INFIRMARY!
THAT'S WHERE SPIDER-MAN IS!
YOU'LL HAVE TO HOLD YOUR FIRE IN THERE! THE WORD JUST CAME THRU--THEY'VE TAKEN CAPTAIN STACY AS A HOSTAGE!
THAT MASKED WALL-CRAWLER'S PROBABLY BEHIND THE WHOLE THING!
BUT DON'T WORRY! WE'LL GET 'IM!
AH, BUT WILL THEY? LET'S SEE--
SO LONG AS GWEN'S DAD IS IN DANGER, I CAN'T DO ANYTHING TO JEOPARDIZE HIS LIFE!
I MUST ACT AS THOUGH I'M SIDING WITH THE CONS!
AND I'VE GOT TO THINK OF MYSELF, TOO! IF I DON'T BREAK OUT, THEY'RE SURE TO UNMASK ME SOONER OR LATER!
FOLLOW ME! I CAN GET YOU OUT BY BREAKING THE BARS WITH MY BARE HANDS!
THEN WHAT'RE WE WAITIN' FOR?
LET'S GO!
I KEEP HOPING THEY'LL RELAX THEIR GRIP ON CAPTAIN STACY--SO I CAN TEAR INTO THEM!
BUT SO FAR--IT'S NO SOAP!
AND, NO MATTER HOW FAST I AM--IF I RUSH THEM ALL--ONE OF THEM IS SURE TO HURT HIM!
SO PLAY IT COOL, SPIDEY--AND WAIT FOR AN OPENING!
THERE'S WHAT WE'RE AFTER!
THOSE BARS UP AHEAD--!
12


WHAT GOOD'S THAT GONNA DO? WE CAN'T GET UP THAT HIGH!
YOU DON'T HAVE TO--!
I'LL FIND US AN ESCAPE ROUTE IN THE YARD OUTSIDE--
WHILE YOU GET PAST THE GUARDS DOWN THERE BY HOLDING STACY IN FRONT OF YOU!
I THINK I KNOW WHAT I'VE GOT TO DO--
BUT, WHETHER I CAN PULL IT OFF OR NOT IS ANOTHER MATTER!
THE ONLY WAY TO REALLY SQUASH THEIR BREAKOUT-- AND FREE CAPTAIN STACY-- IS TO PICK THEM OFF, ONE AT A TIME!
AND MY BEST CHANCE OF GETTING AWAY WITH IT IS--TO WORK IN THE DARK!
WHICH MEANS I'VE GOT TO MAKE IT TO THE MASTER FUSE BOX!
--WHILE THE CONS WASTE TIME GETTING THRU THE LOCKED INFIRMARY GATE!
OPEN UP 'N LET US OUT OR STACY GETS IT--HERE AND NOW!
WE CAN'T RISK THE CAPTAIN'S LIFE!
WE'VE GOT TO DO AS THEY SAY!
INFIRMARY
THEY'LL NEVER GET AWAY WITH IT, ANYHOW!
13

SO, WE WON'T GIT AWAY WITH IT, HUH?
THEN HE DID THROW IN WITH YOU!
WELL, WE GOT US A LITTLE ACE IN THE HOLE--BY THE NAME OF SPIDER-MAN!
SURE! WHAT DID YA EXPECT?
I NEVER THOUGHT--THE WEB-SLINGER--WOULD DO IT!
THERE'S WHAT I'M LOOKING FOR--INSIDE THAT ROOM!
NO SHOOTING WHILE STACY'S WITH THEM!
GOOD! THEN I CAN DO IT MY WAY!
WHAT ABOUT SPIDER-MAN? THERE'S NO SIGN OF HIM!
FUNNY YOU SHOULD ASK!
LOOK! ON THE CEIL-ING--!
THWIPP!
IT'S HIM!
YOU'D NEVER BELIEVE ME IF I TOLD YOU I'M ON YOUR SIDE--SO I WON'T EVEN TRY!
ANYWAY, YOU'LL BE FREE IN A WHILE--WHEN THE WEBBING WEARS OFF!
AND, WITH LUCK, THE CONS'LL ALL BE BACK IN THEIR BUNKS BY THEN!
NOW, MY NEXT STEP IS--SAY! THAT PHONE REMINDS ME--
I HAVEN'T CALLED AUNT MAY IN DAYS! SHE'LL BE WORRIED SICK ABOUT ME!
BETTER GIVE HER A JINGLE NOW--WHILE I HAVE THE CHANCE!
14


MY FACE MUST STILL BE SORE FROM THAT FIGHT WITH THE VULTURE!
IT EVEN HURTS WHEN I JUST MOVE MY MASK!
BUT I HAVE TO DO IT!
SHE'D WONDER WHY MY VOICE SOUNDS SO MUFFLED!
AUNT MAY! THIS IS PETER! FIRST CHANCE I'VE HAD TO CALL YOU!
I'M FINE--BUT I'VE BEEN REAL BUSY!
I WAS SO WORRIED! WHERE ARE YOU?
I, EH, CAN'T TELL YOU RIGHT NOW!
YOU'VE NEVER KEPT THINGS FROM ME BEFORE! THERE'S SOMETHING WRONG--I JUST KNOW THERE IS!
WHY WON'T YOU TELL ME?
WHATEVER IT IS--I WANT TO HELP!
I NEVER SHOULD HAVE DONE IT! SHE'S MORE UPSET THAN EVER NOW!
THE LONGER I TALK--THE WORSE IT'LL BE!
I HAVE TO HANG UP NOW, AUNT MAY! BUT I'LL CALL BACK REAL SOON!
PLEASE DON'T WORRY! I PROMISE THAT I'M OKAY! HONEST!
I WAS A FOOL! IT DIDN'T DO A BIT OF GOOD!
THERE'S NO TELLING WHAT KIND OF TROUBLE SHE'LL THINK I'M IN!
AND, WITH HER WEAK HEART--SHE MUSTN'T WORRY!
THIS TIME I'VE REALLY DONE IT!
NOW, MORE THAN EVER--I HAVE TO FINISH THIS FAST--AND EASE HER MIND SOMEHOW!
THWIPP!
THAT TAKES CARE OF THE FUSES!
NOW I'LL HAVE THE DARKNESS THAT I NEED!
15

SECONDS LATER--
RIGHT THIS WAY, GENTS!
WHERE'VE YA BEEN? WHY'D THE LIGHTS GO OUT?
I DID IT!
WE'LL BE HARDER TO FIND IN THE DARK!
THE WEB-SLINGER'S MAKIN' SENSE!
C'MON, LET'S GIT MOVIN'!
I'VE GOT TO LET THEM ALL PASS ME--EXCEPT THE LAST TWO--!
YOU'RE GOIN' FIRST, GRAMPS--JUST IN CASE THERE'S A WELCOMING COMMITTEE WAITIN' FOR US UP AHEAD!
THEY WON'T TRY ANY SHOOTIN' IF THEY KNOW THAT YOU'RE GONNA BE THEIR TARGET!
HEY, WHERE'S THE WALL-CRAWLER?
CAN'T MAKE 'IM OUT HERE IN THE DARK!
BE RIGHT WITH YOU, FRIEND!
16

JUST KEEP GOING, GANG! I'VE GOT EVERYTHING MAPPED OUT FOR US UP AHEAD!
WAIT! WHAT HAPPENED TO MACK--AND GIMPY?
I THOUGHT THEY WERE RIGHT HERE WITH US!
WHERE'D THEY CUT OUT TO?
I DON'T LIKE IT!
BETTER GO BACK 'N LOOK FOR 'EM!
?
THIS BLASTED DARKNESS IS GIVIN' ALL OF US THE SHAKES!
THEN, AFTER A FEW TENSE MINUTES PASS BY--
NO USE! THERE AINT A SIGN OF 'EM!
WHAT ABOUT SPIDER-MAN! HE'S SUPPOSED TO BE LEADIN' US!
THERE'S SOMETHIN' FISHY GOIN' ON HERE!
AND I'M GONNA FIND OUT WHAT IT IS!
HEY! WHAT WAS THAT?
JUST TRYING TO ANSWER HIS QUESTION, THAT'S ALL!
17

AND, SINCE YOU WERE NICE ENOUGH TO ASK--
THE LEAST I CAN DO IS OBLIGE!
FOUR DOWN-- TWO TO GO!
FIVE DOWN-- ONE TO GO!
THE TOUGHEST ONE!
SO LONG AS THE LIGHTS STAY OUT, MY SPIDER SENSE GIVES ME THE ADVANTAGE!
BUT I DON'T WANT CAPTAIN STACY HURT!
WHERE IS EVERY-ONE?
WHAT'S GOIN' ON HERE?
DUKE! RED! THE REST OF YA-- SAY SOMETHIN'!
PERFECT TIMING! THE AUXILIARY GENERATORS HAVE THE SPOTLIGHTS WORKING AGAIN!
THEY'RE ALL WEBBED-UP!
SPIDER-MAN DOUBLE-CROSSED US!
I'M WARNIN' YA! NO ONE'S TAKIN' ME ALIVE!
IF I DON'T MAKE IT, THAN NEITHER DOES HE!
SO GIT THEM GATES OPEN-- 'CAUSE I'M COMIN' THRU!!-- OR ELSE WE BOTH GET IT-- TOGETHER!
HE'S ALL WORKED UP --DESPERATE-- ON THE VERGE OF PANIC!
IT'S NOW-- OR NEVER!

PTHUPPP!
MOVE, CAPTAIN!
PITCH YOURSELF FORWARD OUT OF HIS REACH!
ARHHH--!

YOU GRABBED FOR THE WEBBING-- JUST AS I HOPED YOU WOULD!
IT WAS MIGHTY COOPERATIVE OF YOU!
DON'T WORRY, CAPTAIN--
I'LL HAVE YOU UNTIED IN NO TIME!

I'M GRATEFUL TO YOU, SPIDER-MAN! I NEVER REALLY BELIEVED YOU'D THROW IN WITH THEIR KIND!
YOU MAY BE CERTAIN THAT I'LL TESTIFY IN YOUR BEHALF WHEN THE TIME COMES!
IN MY BEHALF?
YOU MEAN-- YOU EXPECT ME TO STAY HERE--AS A PRISONER-- TILL I COME TO TRIAL?
OF COURSE! YOU'VE DONE NOTHING WRONG-- IT'S YOUR CHANCE TO CLEAR YOURSELF!

CAN'T DO IT! THEY MIGHT DECIDE TO UNMASK ME!
WHAT IF THEY DO?
IF YOU'RE NOT A CRIMINAL, WHY HIDE YOUR IDENTITY?
BECAUSE OF AUNT MAY!--BUT I CAN'T TELL HIM THAT!

LOOK! IT'S ALL OVER!
CAPTAIN STACY! ARE YOU ALL RIGHT?
LUCKILY, I AM! THANKS TO SPIDER-MAN!
SPIDER-MAN?
BUT, HE ESCAPED! HE'S A FUGITIVE!
--AND I STAND BEFORE YOU-- UNHARMED!
PERHAPS-- BUT THAT DOESN'T ALTER THE FACTS--
BECAUSE OF HIM, THE JAILBREAK WAS FOILED--
MINUTES LATER, AT THE OFFICE OF THE DEPUTY COMMISSIONER--
SAY IT ISN'T SO! TELL ME IT NEVER HAPPENED!
THAT WEASELLY WALL-CRAWLER DIDN'T GET AWAY AGAIN!??
LET'S JUST SAY YOU CAN'T WIN THEM ALL, JONAH!
HE DID SMASH A JAIL-BREAK, YOU KNOW!
SMASH IT? HE PROBABLY STARTED IT-- JUST TO TAKE THE HEAT OFF HIM!
BUT HE WOULDN'T HAVE ESCAPED IF I HAD BEEN THERE!
THAT SO? HOW WOULD YOU HAVE MANAGED TO STOP HIM?
'CAUSE I'M SMARTER THAN HE IS, THAT'S HOW!
NO MORONIC, MASKED MEATHEAD LIKE SPIDER-MAN CAN GET THE BEST OF J. JONAH JAMESON!
HE COULD NEVER HIDE FROM ME-- AND HE KNOWS IT!
RAVE ON, CHUCKLES! LIFE WOULD BE A BED OF ROSES IF YOU WERE MY ONLY HANG-UP!
NOW, BEFORE IT'S TOO LATE-- I'VE GOT TO SEE AUNT MAY!
BUT--WHAT AM I GOING TO SAY TO HER?
NEXT--
MYSTERIO

the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
MARVEL COMICS GROUP
12¢ IND.
66 NOV
THE MADNESS OF MYSTERIO!
ROMITA
"RETAILERS: See page 32 for special display allowance plan."

THE AMAZING SPIDER-MAN!™
"THE MADNESS OF MYSTERIO!"
THE STAGE IS SET-- THE PLAN IS COMPLETED-- THE TIME HAS COME!
NOW, AFTER ALL THESE MONTHS--
MYSTERIO WILL HAVE HIS LONG-AWAITED, FATAL REVENGE UPON THE UNSUSPECTING SPIDER-MAN!
AND NOW, LET'S PROVE THAT THE MIGHTY MEN OF MARVEL HAVEN'T LOST THE MASTERS' TOUCH--!
BROUGHT TO YOU IN ALL ITS BRAIN-BLASTING BRILLIANCE, BY:
STAN (THE MAN) LEE and JOHNNY (RING-A-DING) ROMITA
AMAZINGLY ABETTED BY: DAZZLIN' DON HECK + SLICK MICK DEMEO
LOVINGLY LETTERED BY: ADORABLE A. SIMEK
WITH SPECIAL EFFECTS BY: I, FEARLESS FORBUSH

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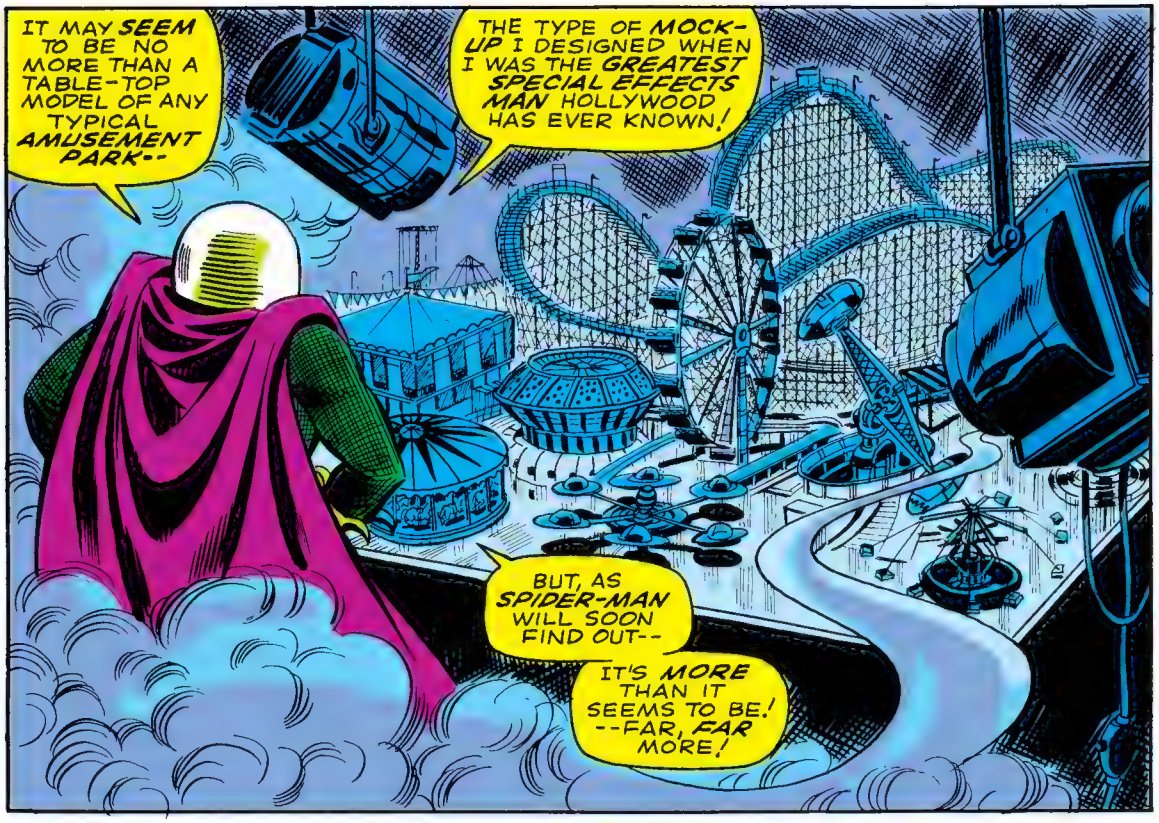
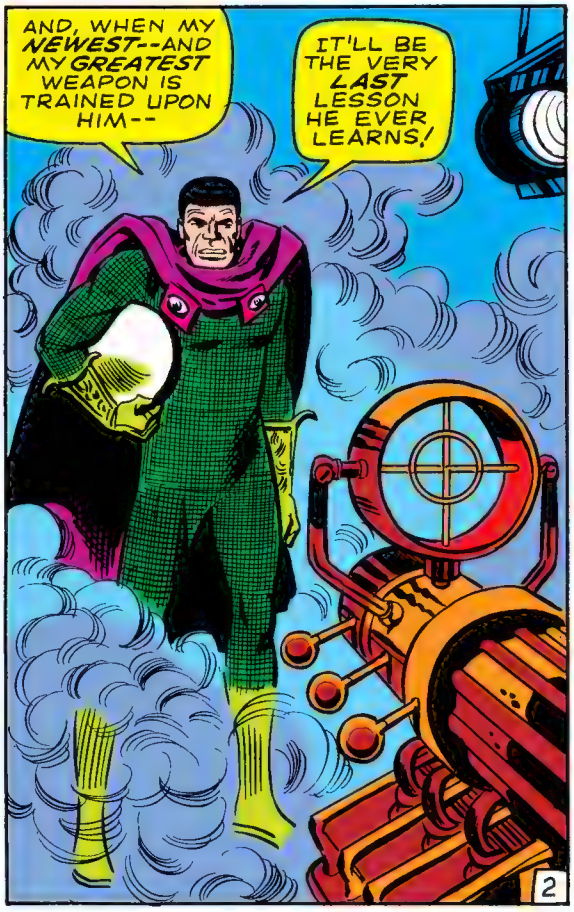
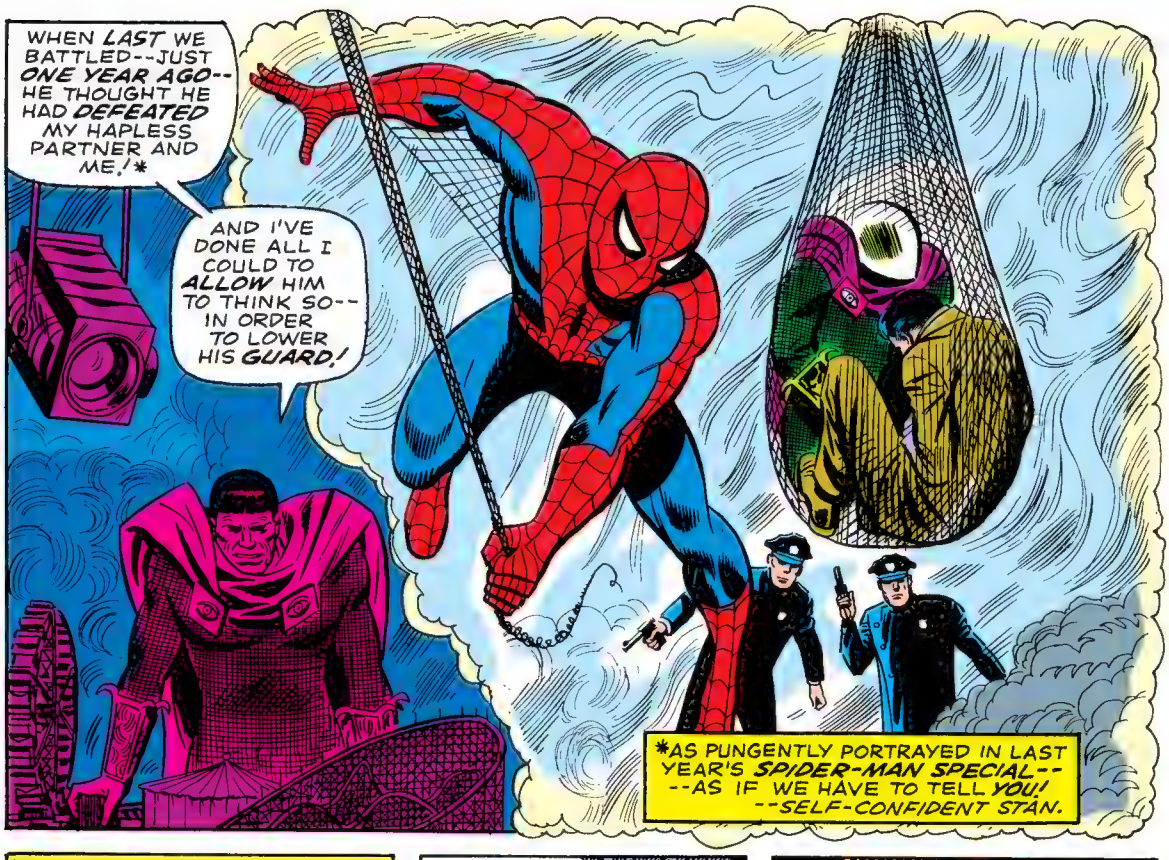

IT MAY SEEM TO BE NO MORE THAN A TABLE-TOP MODEL OF ANY TYPICAL AMUSEMENT PARK--
THE TYPE OF MOCK-UP I DESIGNED WHEN I WAS THE GREATEST SPECIAL EFFECTS MAN HOLLYWOOD HAS EVER KNOWN!
BUT, AS SPIDER-MAN WILL SOON FIND OUT--
IT'S MORE THAN IT SEEMS TO BE! --FAR, FAR MORE!

--JUST AS MYSTERIO HIMSELF IS FAR MORE DANGEROUS THAN EVER BEFORE!
EVEN MY ALL-CONCEALING HELMET CONTAINS A NEW PSYCHEDELIC POWER--DESIGNED ESPECIALLY FOR THE MASKED WALL-CRAWLER!
BUT, HE'LL LEARN OF IT HIMSELF-- ALL IN GOOD TIME!

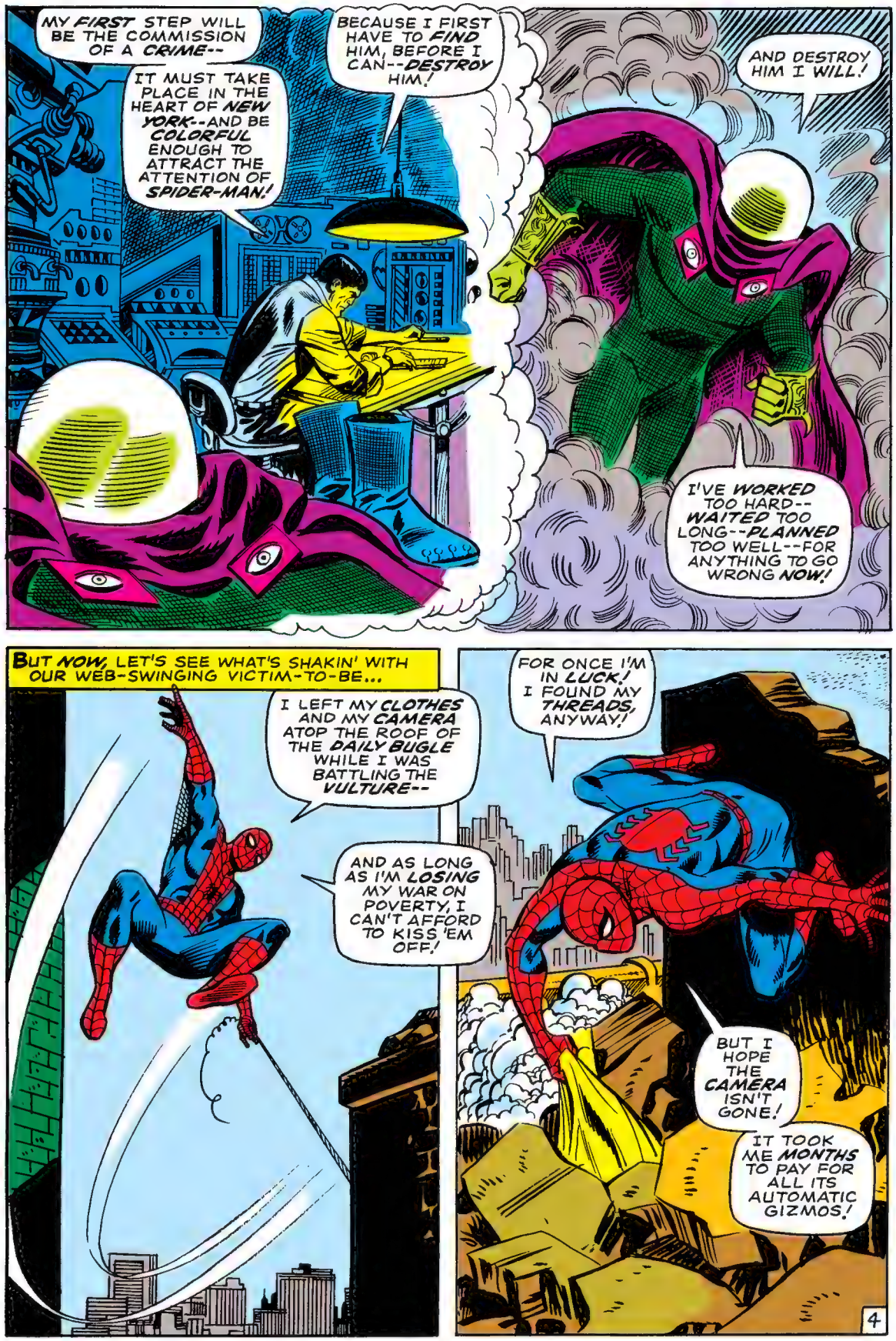

AND, WHEN MY NEWEST--AND MY GREATEST WEAPON IS TRAINED UPON HIM--
IT'LL BE THE VERY LAST LESSON HE EVER LEARNS!

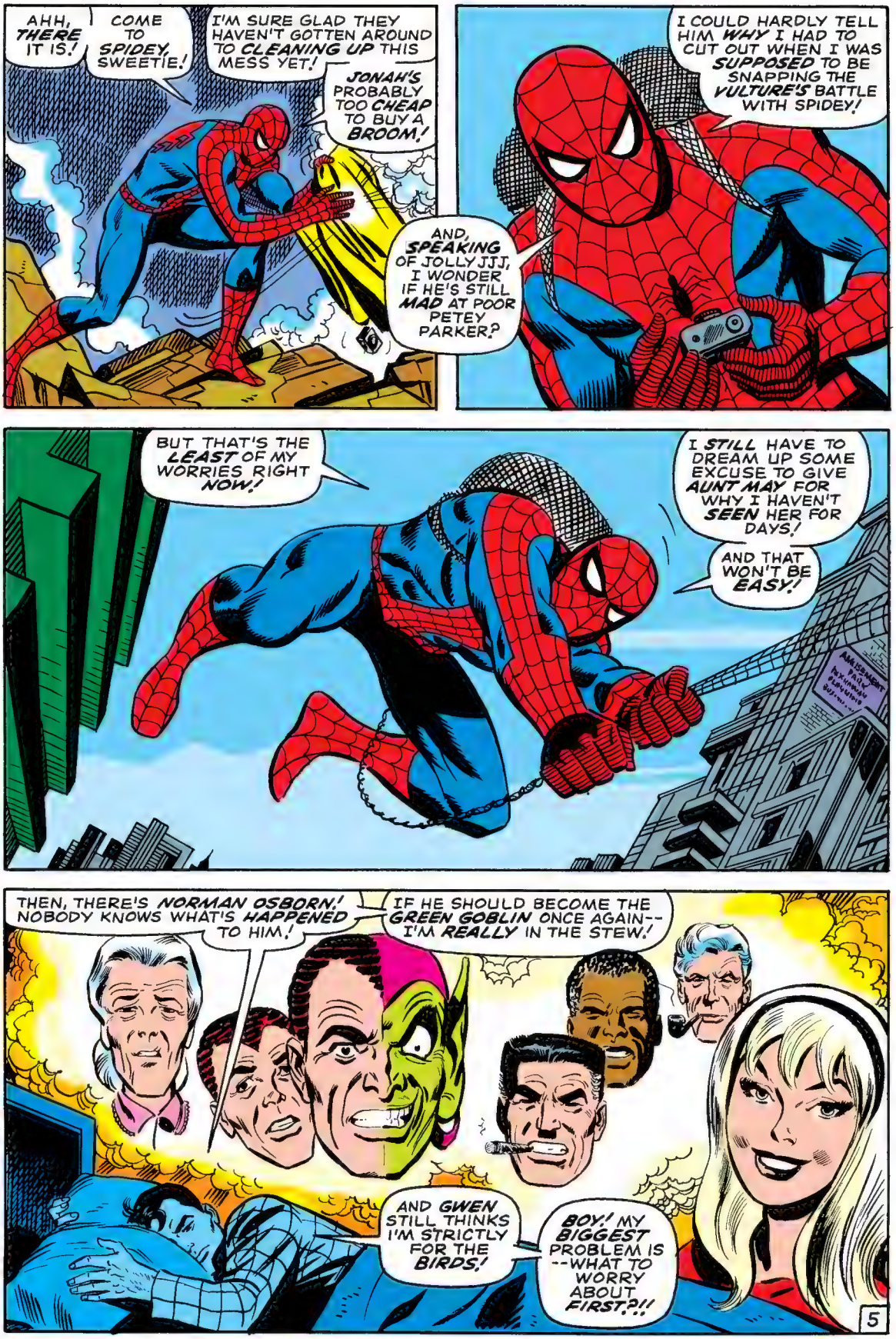

WHEN LAST WE BATTLED--JUST ONE YEAR AGO--HE THOUGHT HE HAD DEFEATED MY HAPLESS PARTNER AND ME!*
AND I'VE DONE ALL I COULD TO ALLOW HIM TO THINK SO--IN ORDER TO LOWER HIS GUARD!
*AS PUNGENTLY PORTRAYED IN LAST YEAR'S SPIDER-MAN SPECIAL--
--AS IF WE HAVE TO TELL YOU!
--SELF-CONFIDENT STAN.

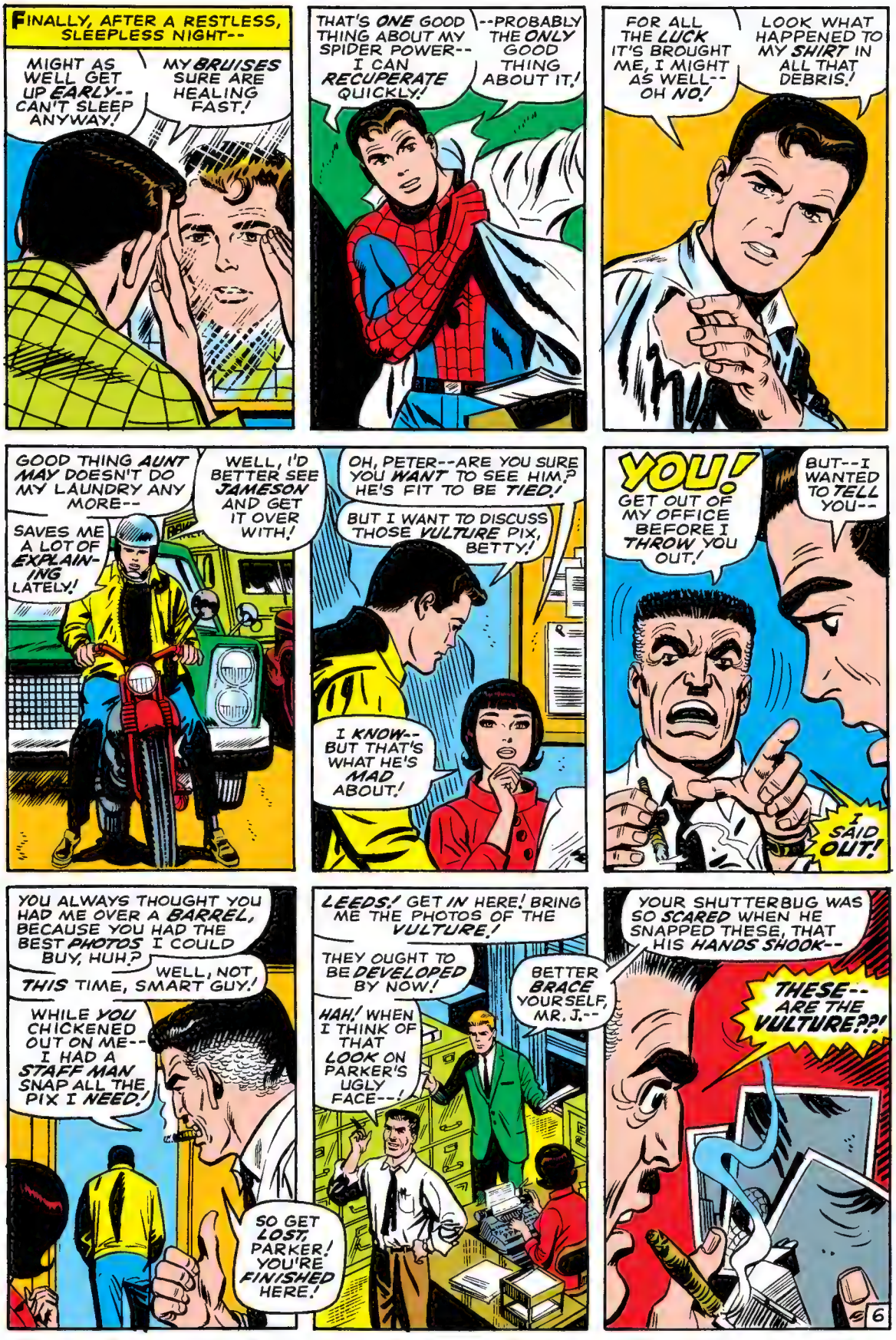
"I WAS IN NO GREAT HURRY! GETTING MYSELF ASSIGNED TO THE PRISON PHARMACY, I SLOWLY, CAREFULLY ACCUMULATED THE CHEMICALS I NEEDED, UNTIL--"
AT LAST I HAVE EVERYTHING I NEED!
SO, IT'S TIME FOR MYSTERIO TO GRANT HIMSELF--A PARDON!
NOW! HERE COMES THE GUARD--!

HEY! WHAT'S THAT PUFF OF SMOKE?
WHAT'S GOIN' ON IN THERE?
IT--IT'S STARTIN' TO CLEAR! NOW I CAN SEE--!

THE CELL'S EMPTY! HE'S GONE!
AND NOW--THE TIME HAS COME--FOR MYSTERIO TO LIVE AGAIN!

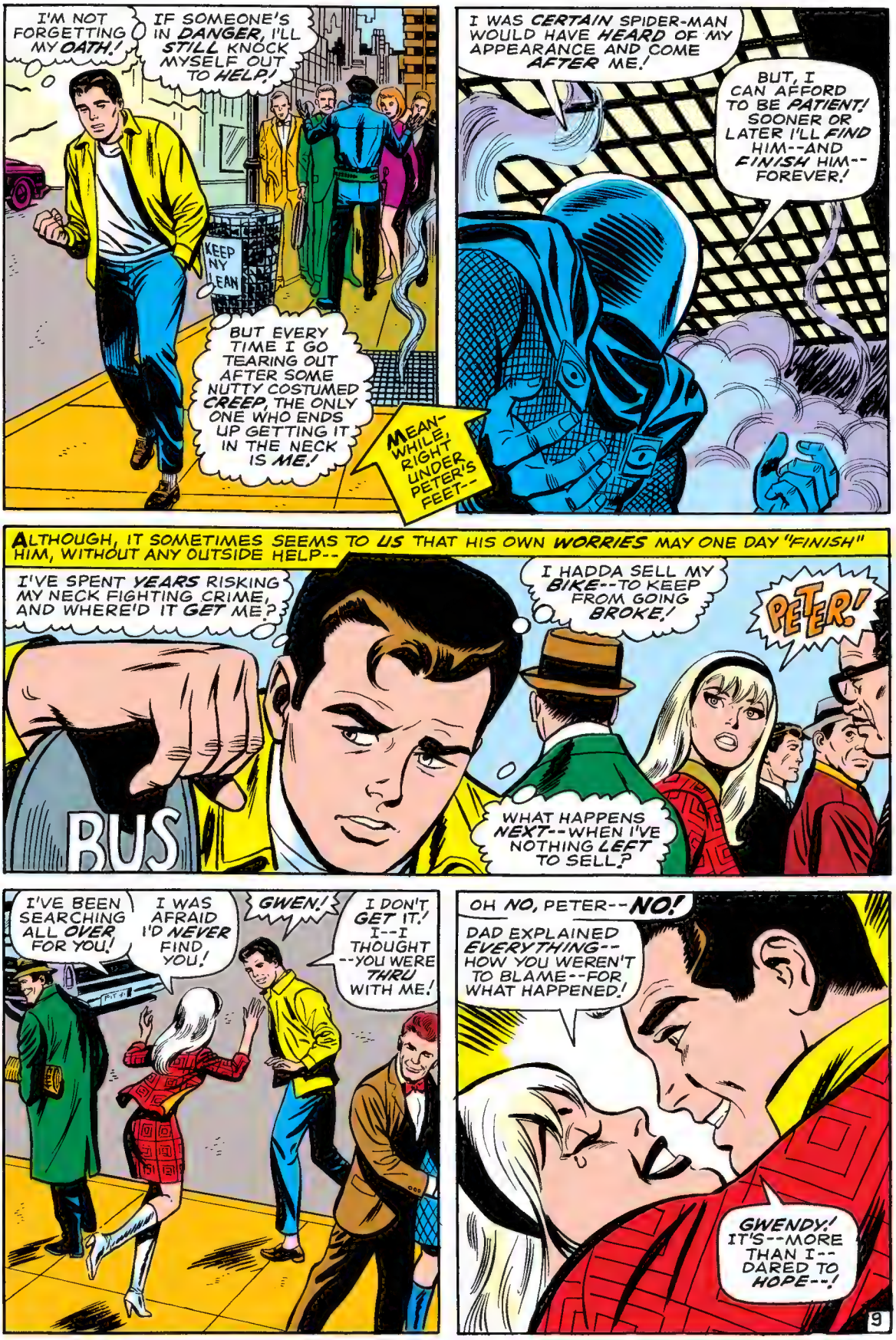

MY FIRST STEP WILL BE THE COMMISSION OF A CRIME--
IT MUST TAKE PLACE IN THE HEART OF NEW YORK--AND BE COLORFUL ENOUGH TO ATTRACT THE ATTENTION OF SPIDER-MAN!
BECAUSE I FIRST HAVE TO FIND HIM, BEFORE I CAN--DESTROY HIM!
AND DESTROY HIM I WILL!
I'VE WORKED TOO HARD--WAITED TOO LONG--PLANNED TOO WELL--FOR ANYTHING TO GO WRONG NOW!
BUT NOW, LET'S SEE WHAT'S SHAKIN' WITH OUR WEB-SWINGING VICTIM-TO-BE...
I LEFT MY CLOTHES AND MY CAMERA ATOP THE ROOF OF THE DAILY BUGLE WHILE I WAS BATTLING THE VULTURE--
AND AS LONG AS I'M LOSING MY WAR ON POVERTY, I CAN'T AFFORD TO KISS 'EM OFF!
FOR ONCE I'M IN LUCK! I FOUND MY THREADS, ANYWAY!
BUT I HOPE THE CAMERA ISN'T GONE!
IT TOOK ME MONTHS TO PAY FOR ALL ITS AUTOMATIC GIZMOS!
4


AHH, THERE IT IS!
COME TO SPIDEY, SWEETIE!
I'M SURE GLAD THEY HAVEN'T GOTTEN AROUND TO CLEANING UP THIS MESS YET!
JONAH'S PROBABLY TOO CHEAP TO BUY A BROOM!
AND, SPEAKING OF JOLLY JJJ, I WONDER IF HE'S STILL MAD AT POOR PETEY PARKER?
I COULD HARDLY TELL HIM WHY I HAD TO CUT OUT WHEN I WAS SUPPOSED TO BE SNAPPING THE VULTURE'S BATTLE WITH SPIDEY!
BUT THAT'S THE LEAST OF MY WORRIES RIGHT NOW!
I STILL HAVE TO DREAM UP SOME EXCUSE TO GIVE AUNT MAY FOR WHY I HAVEN'T SEEN HER FOR DAYS!
AND THAT WON'T BE EASY!
THEN, THERE'S NORMAN OSBORN! NOBODY KNOWS WHAT'S HAPPENED TO HIM!
IF HE SHOULD BECOME THE GREEN GOBLIN ONCE AGAIN-- I'M REALLY IN THE STEW!
AND GWEN STILL THINKS I'M STRICTLY FOR THE BIRDS!
BOY! MY BIGGEST PROBLEM IS --WHAT TO WORRY ABOUT FIRST?!!
5


FINALLY, AFTER A RESTLESS, SLEEPLESS NIGHT--
MIGHT AS WELL GET UP EARLY-- CAN'T SLEEP ANYWAY!
MY BRUISES SURE ARE HEALING FAST!
THAT'S ONE GOOD THING ABOUT MY SPIDER POWER-- I CAN RECUPERATE QUICKLY!
--PROBABLY THE ONLY GOOD THING ABOUT IT!
FOR ALL THE LUCK IT'S BROUGHT ME, I MIGHT AS WELL-- OH NO!
LOOK WHAT HAPPENED TO MY SHIRT IN ALL THAT DEBRIS!
GOOD THING AUNT MAY DOESN'T DO MY LAUNDRY ANY MORE--
SAVES ME A LOT OF EXPLAINING LATELY!
WELL, I'D BETTER SEE JAMESON AND GET IT OVER WITH!
OH, PETER--ARE YOU SURE YOU WANT TO SEE HIM? HE'S FIT TO BE TIED!
BUT I WANT TO DISCUSS THOSE VULTURE PIX, BETTY!
I KNOW-- BUT THAT'S WHAT HE'S MAD ABOUT!
YOU!
GET OUT OF MY OFFICE BEFORE I THROW YOU OUT!
BUT--I WANTED TO TELL YOU--
I SAID OUT!
YOU ALWAYS THOUGHT YOU HAD ME OVER A BARREL, BECAUSE YOU HAD THE BEST PHOTOS I COULD BUY, HUH?
WELL, NOT THIS TIME, SMART GUY!
WHILE YOU CHICKENED OUT ON ME-- I HAD A STAFF MAN SNAP ALL THE PIX I NEED!
SO GET LOST, PARKER! YOU'RE FINISHED HERE!
LEEDS! GET IN HERE! BRING ME THE PHOTOS OF THE VULTURE!
THEY OUGHT TO BE DEVELOPED BY NOW!
HAH! WHEN I THINK OF THAT LOOK ON PARKER'S UGLY FACE--!
BETTER BRACE YOURSELF, MR. J.--
YOUR SHUTTERBUG WAS SO SCARED WHEN HE SNAPPED THESE, THAT HIS HANDS SHOOK--
THESE-- ARE THE VULTURE?!?!
6

WANT ME TO SEE IF I CAN FIND PARKER FOR YOU?
DON'T SAY IT.! DON'T SAY IT.! NOT A WORD-- NOT A SOUND.!
IT'S ALL A DREAM--A NIGHTMARE-- I'LL SOON WAKE UP--.!
OH, THE PAIN! THE PAIN.!!
WHILE A WORRIED, PENNILESS YOUTH HAS HIS PROBLEMS, TOO--
I DIDN'T WANT TO THINK OF IT--BUT, I HAVE TO--
IT'S THE ONLY WAY I CAN RAISE SOME MONEY.!
BUT--THAT'S LESS THAN HALF WHAT IT COST ME--AND IT'S ALMOST NEW.!
LOOK, I HAVE TO MAKE A PROFIT, TOO.!
OKAY-- YOU'VE BOUGHT YOUR-SELF--A CYCLE.!
C'MON, PARKER-- SNAP OUT OF IT! YOU CAN ALWAYS BUY ANOTHER BIKE.!
WHAT'S THAT.? WHY IS MY SPIDER SENSE TINGLING.?
LOOK! IN THAT ALLEY--.!
A SUDDEN PUFF OF SMOKE-- A FIGURE FORMING--.!
SMOKE.? A FIGURE FORMING--.?
THAT CAN ONLY MEAN--.!!
THE TIME HAS COME TO SHOW MYSELF ONCE MORE.!
HELP! POLICE!
MYSTERIO!
MYSTERIO INDEED.!! THE GREATEST MYSTIC GENIUS OF ALL TIME.!
STAND ASIDE.! I'VE NO TIME TO WASTE ON NOBODIES.!

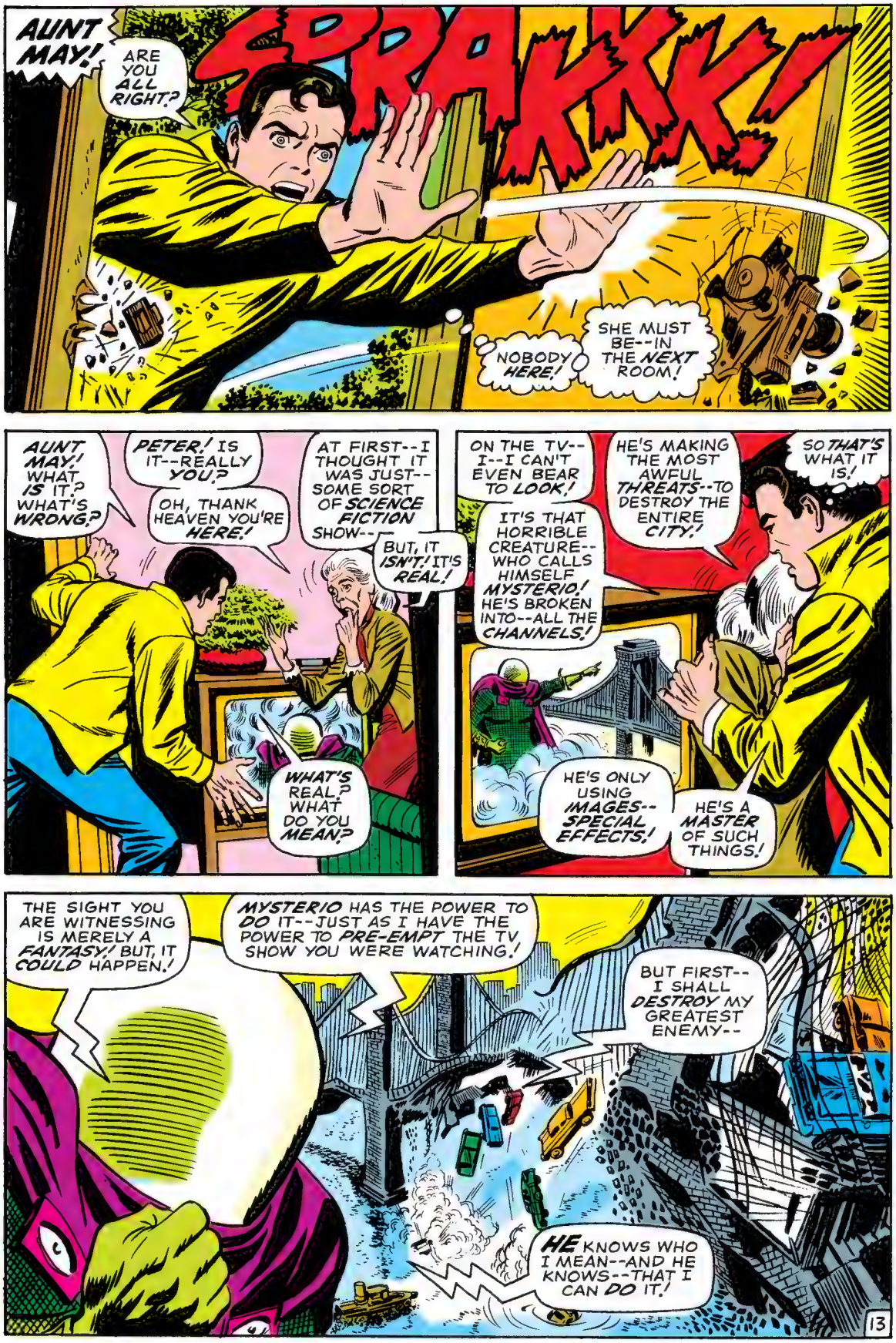
CAN'T ATTACK HIM NOW, HERE, IN FULL VIEW OF EVERYONE!
I'VE GOT TO WAIT-- TO BIDE MY TIME!
BUT, HOW DID HE GET FREE-- WHAT'S HE AFTER?
STOP HIM! HE'S A MADMAN! HE'S DANGEROUS!
HE APPEARED OUT OF NOWHERE--IN THE MIDDLE OF MY STORE!
I FIGURED IT WAS A HOLDUP! I GAVE HIM MY CASH--BUT HE JUST LAUGHED-- THREW IT ASIDE --AS IF IT WAS WORTHLESS!
HE SCARED ALL MY CUSTOMERS RIGHT OUT OF THE PLACE!
WHOA! SLOW DOWN, MISTER! HOW COULD HE APPEAR RIGHT OUT OF NOWHERE? OR, DO YOU MEAN--? HEY!
NOW THAT THE SMOKE'S CLEARING-- HE'S GONE AGAIN!
THAT'S HOW HE DID IT BEFORE! HE'S SOME KIND OF MAGICIAN OR SOMETHING!
HE'S FADED FROM SIGHT, AND YET-- I STILL SENSE HIM! BUT-- HOW?
HOLD IT, SON! YOU WERE THE CLOSEST! DID YOU SEE WHERE THAT JOKER RAN OFF TO!
IT LOOKED TO ME AS IF HE JUST FADED AWAY!
I THOUGHT SO TOO! BUT IT ISN'T POSSIBLE! THERE MUST BE AN ANSWER!
THERE IS! BUT ONLY SPIDEY CAN FIND IT!
I'VE GOT TO FIND A PLACE TO CHANGE-- AND FAST!
MADISON
IF I RUSH, I MIGHT STILL-- HEY, WAIT A MINUTE!
WHY AM I BEING SUCH AN EAGER BEAVER?
EVEN IF I NAB HIM-- WHAT'LL PETER PARKER GET OUT OF IT?
LET THE POLICE TACKLE HIM! I'M SICK OF BEING A FALL GUY!
8

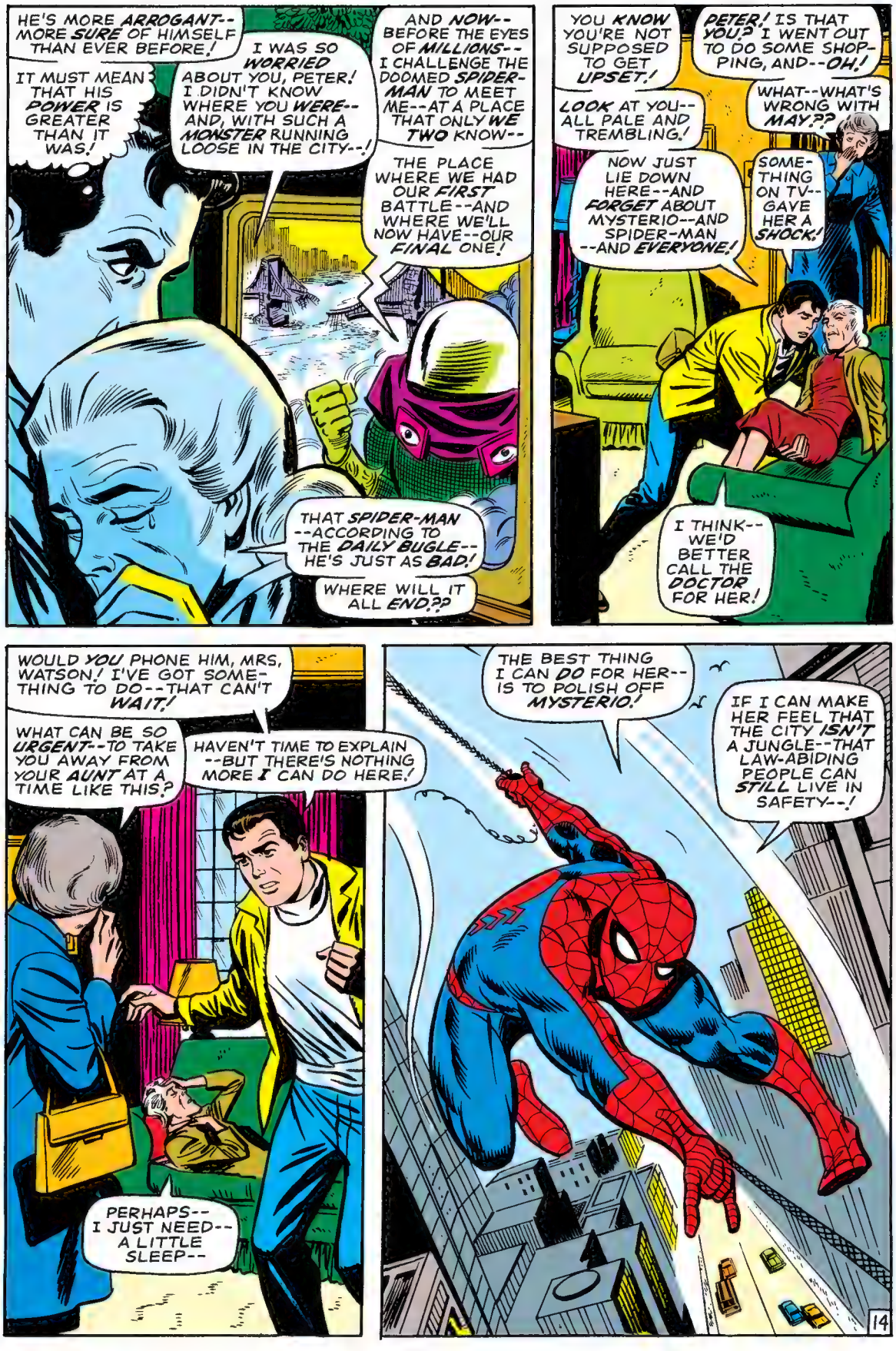

I'M NOT FORGETTING MY OATH!
IF SOMEONE'S IN DANGER, I'LL STILL KNOCK MYSELF OUT TO HELP!
KEEP NY LEAN
BUT EVERY TIME I GO TEARING OUT AFTER SOME NUTTY COSTUMED CREEP, THE ONLY ONE WHO ENDS UP GETTING IT IN THE NECK IS ME!
MEAN-WHILE, RIGHT UNDER PETER'S FEET--
I WAS CERTAIN SPIDER-MAN WOULD HAVE HEARD OF MY APPEARANCE AND COME AFTER ME!
BUT, I CAN AFFORD TO BE PATIENT! SOONER OR LATER I'LL FIND HIM--AND FINISH HIM--FOREVER!
ALTHOUGH, IT SOMETIMES SEEMS TO US THAT HIS OWN WORRIES MAY ONE DAY "FINISH" HIM, WITHOUT ANY OUTSIDE HELP--
I'VE SPENT YEARS RISKING MY NECK FIGHTING CRIME, AND WHERE'D IT GET ME?
BUS
I HADDA SELL MY BIKE--TO KEEP FROM GOING BROKE!
PETER!
WHAT HAPPENS NEXT--WHEN I'VE NOTHING LEFT TO SELL?
I'VE BEEN SEARCHING ALL OVER FOR YOU!
I WAS AFRAID I'D NEVER FIND YOU!
GWEN!
I DON'T GET IT! I--I THOUGHT --YOU WERE THRU WITH ME!
OH NO, PETER--NO!
DAD EXPLAINED EVERYTHING--HOW YOU WEREN'T TO BLAME--FOR WHAT HAPPENED!
GWENDY! IT'S--MORE THAN I--DARED TO HOPE--!

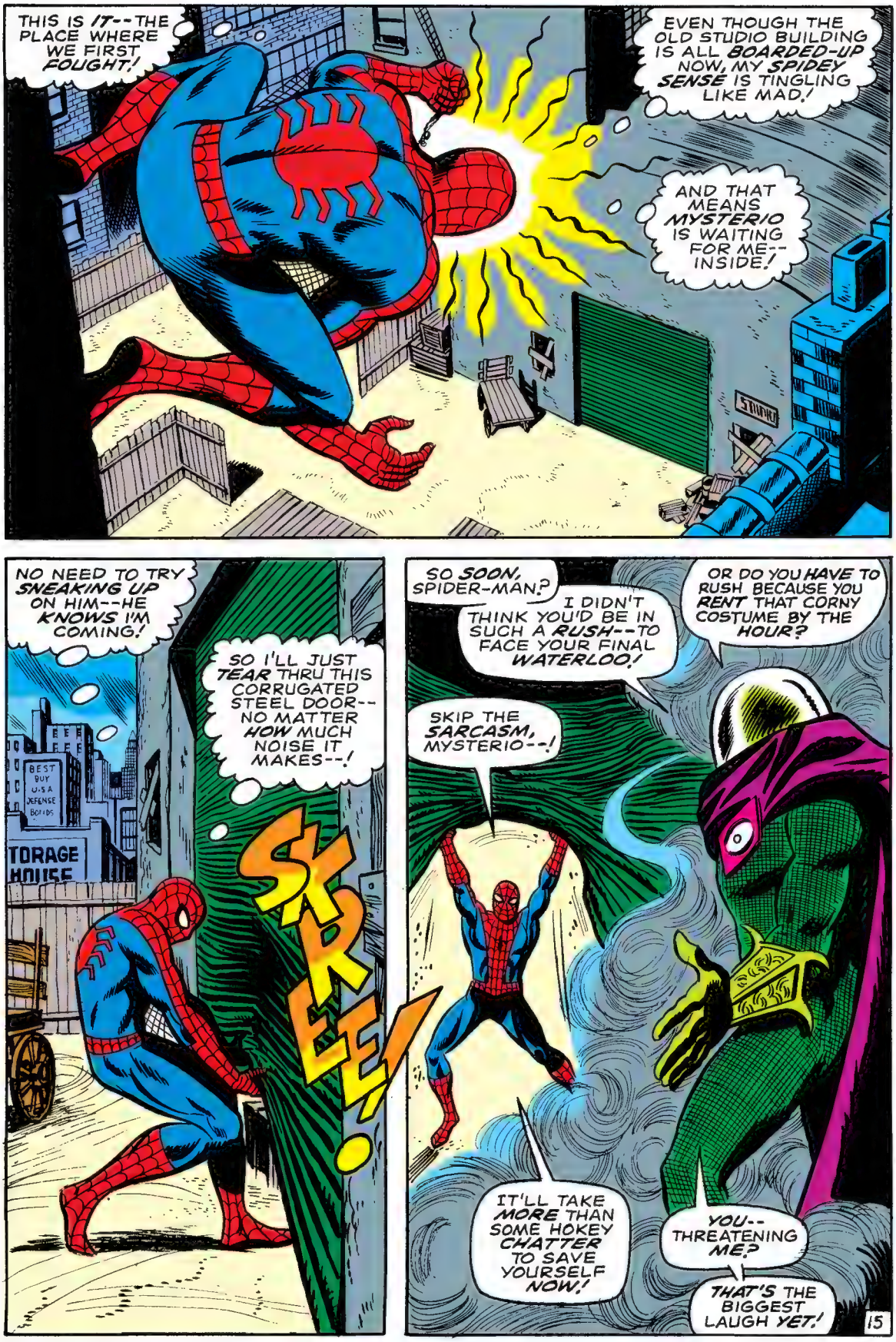
ALL THIS TIME--I'VE BEEN FEELING SORRY FOR MYSELF --UNWILLING TO ADMIT--I WAS JUST CARRYING A KING-SIZED TORCH--FOR YOU!
OH, PETER--PETER --IT WAS AS THOUGH MY WHOLE WORLD HAD COME TO AN END.
BUT, NOT ANY MORE--!
SUDDENLY--WITH YOU IN MY ARMS AGAIN--EVERYTHING SEEMS RIGHT AGAIN!
NO MATTER WHAT HAPPENS NOW--NO MATTER WHAT NEW PROBLEMS MAY COME ALONG--THEY WON'T MEAN A THING!
DON'T TALK, MR. PARKER! JUST HOLD ME--SO YOU WON'T SEE ME CRY!
MINUTES LATER, AFTER OUR CUDDLING COUPLE HAVE REGAINED THEIR COMPOSURE--
I CAN'T LET YOU GO SO SOON, GWENDY!
IT'LL TASTE LIKE NECTAR WITH YOU--MAN O' MINE!
HOW ABOUT SOME JAVA--AT THE COFFEE BEAN?
HEY, PARKER! GWEN STACY! WADDAYA SAY? HOW'S ABOUT JOININ' US?
DO YOU HEAR ANYTHING, GWENDOLYN?
ONLY THE PITTER-PATTER OF MY HAPPY HEART, JOY BOY!
WOULD YOU BELIEVE I'M NUTS ABOUT YOU?
TRY TELLING ME--AND SEE!
WHILE, DIRECTLY ACROSS TOWN, DAILY BUGLE CITY EDITOR, JOE ROBERTSON, JOINS GWEN'S DAD FOR LUNCH--FOR A SOMEWHAT DIFFERENT REASON--
YOU SAY YOU WANT TO TALK TO ME ABOUT SPIDER-MAN, MISTER ROBERTSON?
THAT'S RIGHT, CAPTAIN STACY! I KNOW THAT YOU'RE INTERESTED IN THE WEB-SLINGER ALSO!
IT'S MORE THAN A CASUAL INTEREST!
HE ONCE SAVED THE LIVES OF MY DAUGHTER GWEN AND MYSELF--WHEN WE WERE MENACED BY THE KINGPIN!
THAT'S JUST IT! HE SAVED JAMESON AND ME, TOO--WHEN THE VULTURE ALMOST KILLED US! --ALTHOUGH JONAH NEVER ADMITTED IT!
WELL, SIR--IT SEEMS WE DO HAVE QUITE A BIT IN COMMON!
10

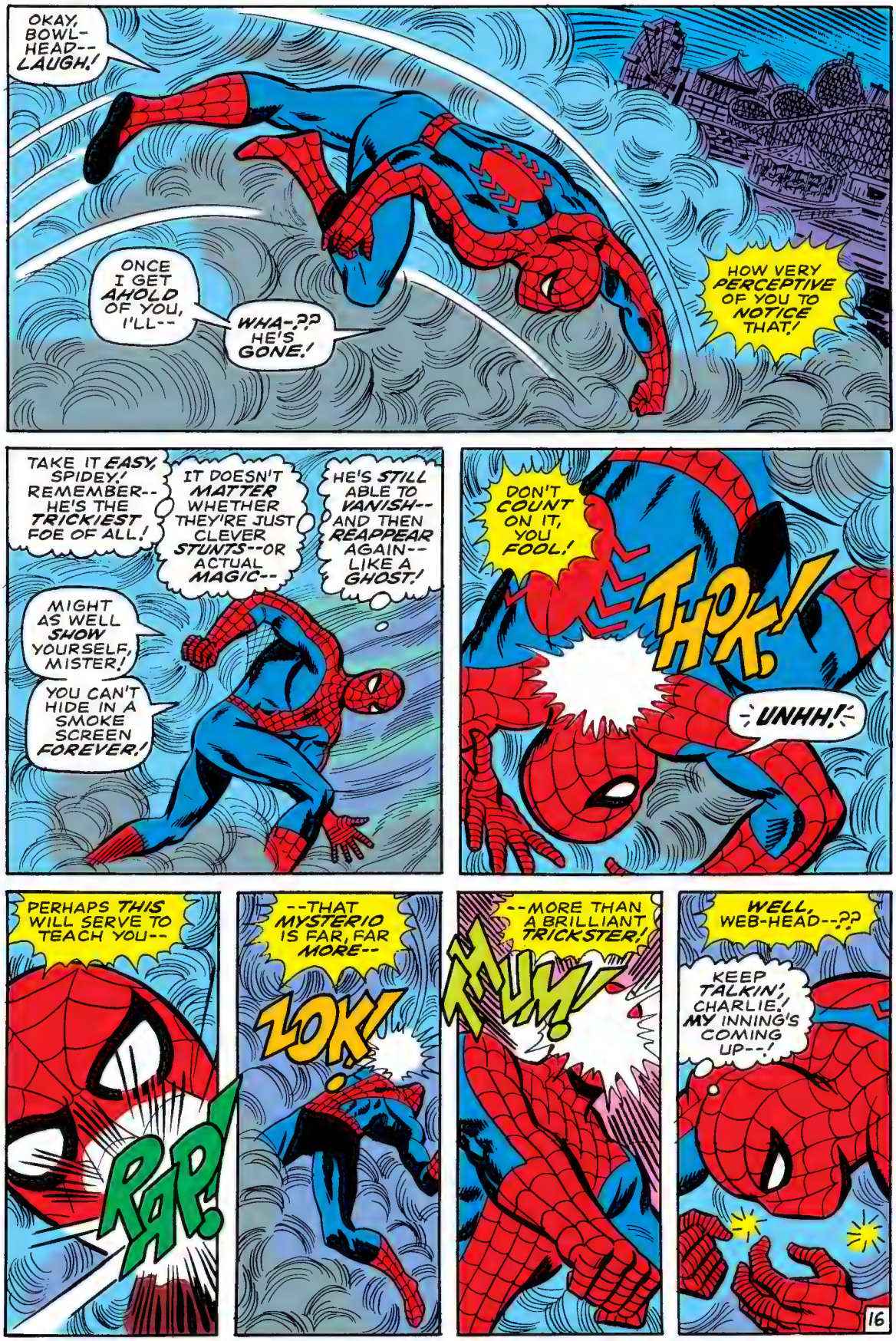
OF COURSE, MY INTEREST IN SPIDER-MAN IS PROFESSIONAL!
I'D LIKE TO UNEARTH ENOUGH INFORMATION ABOUT HIM TO MAKE A PAGE-ONE STORY!
AS A CRIMINOLOGIST, MY INTEREST IS PROFESSIONAL TOO!
BUT I SUSPECT WE BOTH FEEL HE'S MISUNDERSTOOD!
IF I COULD JUST CONVINCE JAMESON THAT HE'S WRONG ABOUT THE WEB-SLINGER!
HIS HATRED OF HIM IS ALMOST PSYCHOTIC!
WHAT DO YOU THINK SPIDER-MAN'S REAL MOTIVES ARE?
HE SEEMS DRIVEN--BY SOME STRANGE, INNER COMPULSION!
SOMETHING MUST HAVE HAPPENED --IN HIS PAST!
FINALLY--
SOMEHOW, I CAN'T ESCAPE THE NAGGING FEELING THAT I KNOW HIM!
WE BOTH HAVE REASON TO FEEL THAT HE KNOWS US, AT ANY RATE!
WELL LET'S KEEP IN TOUCH, CAPTAIN STACY!
BY ALL MEANS!
I THINK WE SHOULD COMPARE NOTES MORE OFTEN!
AND, WHETHER THAT LITTLE MEETING BODES GOOD--OR BAD FOR SPIDEY, ONLY TIME WILL TELL! MEANWHILE--
NO MATTER HOW MANY THINGS ARE GOING WRONG IN MY LIFE--
NOW THAT I HAVE GWEN AGAIN-- NOTHING'LL EVER MAKE ME TOSS IN THE TOWEL!
6TH AVE
I HOPE HARRY'S HOME! I'D LIKE TO--
WELL! SPEAK OF THE DEVIL!
PETE! I WAS WONDERING WHERE YOU WERE!
BUS STOP
ANY WORD FROM YOUR DAD YET?
NO--DON'T BOTHER ANSWERING! I CAN TELL BY YOUR FACE!
BUT, YOU'VE GOTTA GET HOLD OF YOURSELF, MAN! IT CAN'T BE ALL THAT BAD!
IT IS, PETE! I KNOW IT!
I HAVE A FEELING--THAT I'LL NEVER SEE MY FATHER-- AGAIN!
THAT'S NOT LIKE YOU, BUDDY! WHAT ABOUT HIS FACTORY? MAYBE HE'S RETURNED! LET'S TRY IT!
SURE--SURE! ANYTHING YOU SAY!

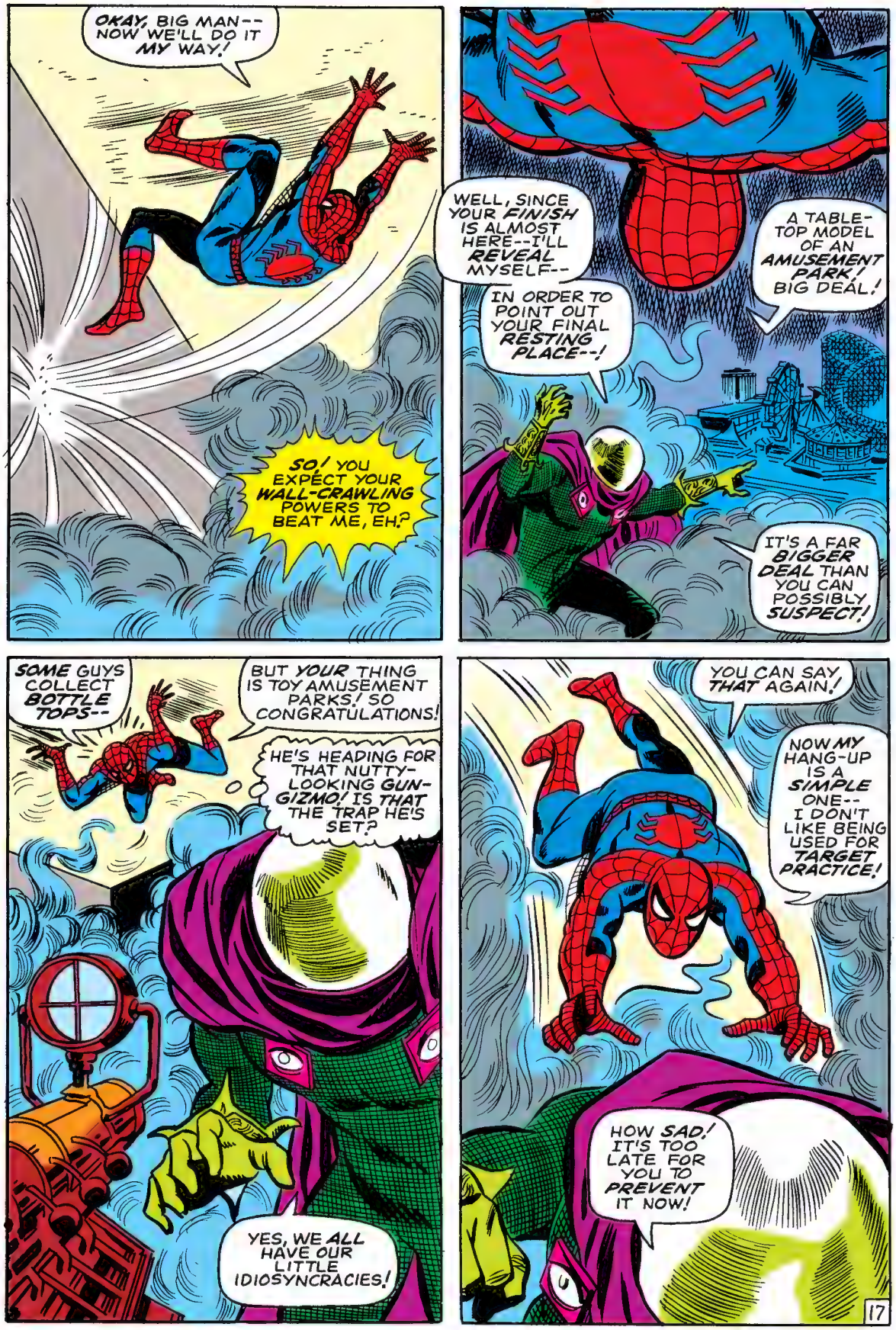
BUT, UPON REACHING THE SPRAWLING PLANT--
OSBORN
NO, YOUR FATHER HASN'T BEEN HERE FOR DAYS!
WE FIGURED HE'S ON VACATION!
THE FOOLS! DID THEY THINK NORMAN OSBORN WOULDN'T HAVE A DOZEN WAYS TO ENTER HIS OWN FACTORY WITHOUT BEING SEEN?
AS THE MULTI-POWERED GREEN GOBLIN, I CAN GLIDE OVER ANY FENCE OR GATE!
HAH! IF THAT LILY-LIVERED SON OF MINE EVER SUSPECTED WHO I REALLY AM--!
BUT, LET HIM SEARCH FOR ME--
HIM--AND THAT HOLIER-THAN-THOU ROOMMATE OF HIS!
HIS ROOMMATE!
WHY DOES THE MERE THOUGHT OF HIM MAKE MY BLOOD BOIL?
I WON'T BE IN THE DARK MUCH LONGER!
MY MEMORY GETS CLEARER WITH EACH PASSING SECOND!
I CAN'T EVEN TELL HARRY THE TRUTH ABOUT HIS FATHER!
BUT IF OSBORN BECOMES THE GOBLIN AGAIN--AND REMEMBERS WHO I AM--THAT'LL SINK EVERYTHING!
WOULD YOU DROP ME AT MY AUNT MAY'S HARR?
OSBORN
MIGHT AS WELL...
THERE'S NO PLACE LEFT TO LOOK!
SURE YOU WON'T COME IN?
NO THANKS, PETE! I WANNA KEEP DRIVING!
IT'S THE ONLY THING THAT RELAXES ME!
AND THERE'S ALWAYS THE CHANCE--I'LL CATCH A GLIMPSE OF HIM!
OKAY, HARRY! I UNDERSTAND!
I'LL SEE YOU LATER ON!
AND TAKE IT EASY, HEAR?
IT'S JUST AS WELL HE DIDN'T JOIN ME!
AUNT MAY IS SURE TO HAVE A MILLION QUESTIONS TO ASK!
OH NO!
WHAT'S WRONG? WHAT'S HAPPENING IN THERE??
THAT'S HER VOICE!

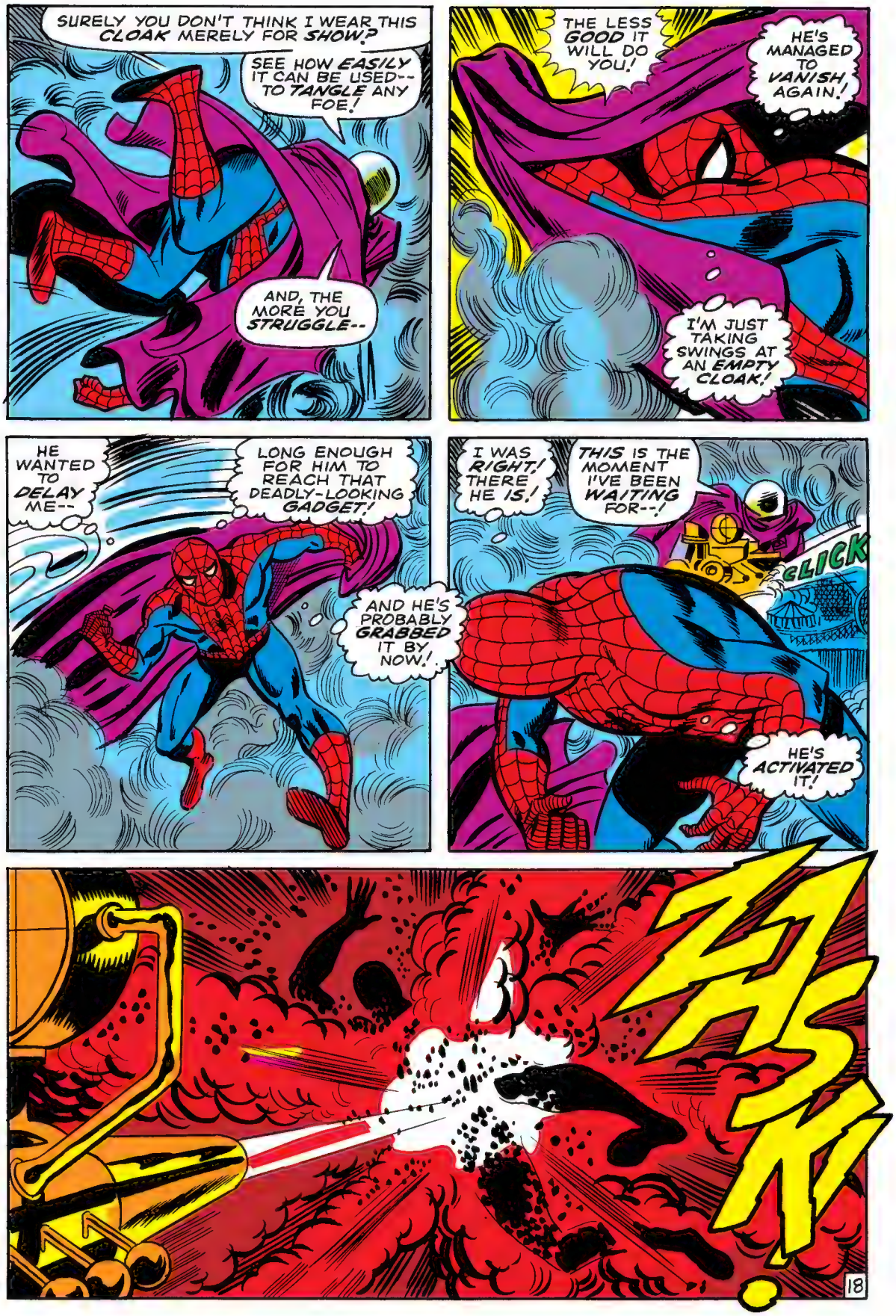

AUNT MAY!
ARE YOU ALL RIGHT?
SPRAKK!
NOBODY HERE!
SHE MUST BE--IN THE NEXT ROOM!
AUNT MAY! WHAT IS IT? WHAT'S WRONG?
PETER! IS IT--REALLY YOU?
OH, THANK HEAVEN YOU'RE HERE!
AT FIRST--I THOUGHT IT WAS JUST--SOME SORT OF SCIENCE FICTION SHOW--
BUT, IT ISN'T! IT'S REAL!
WHAT'S REAL? WHAT DO YOU MEAN?
ON THE TV--I--I CAN'T EVEN BEAR TO LOOK!
IT'S THAT HORRIBLE CREATURE--WHO CALLS HIMSELF MYSTERIO! HE'S BROKEN INTO--ALL THE CHANNELS!
HE'S MAKING THE MOST AWFUL THREATS--TO DESTROY THE ENTIRE CITY!
SO THAT'S WHAT IT IS!
HE'S ONLY USING IMAGES--SPECIAL EFFECTS!
HE'S A MASTER OF SUCH THINGS!
THE SIGHT YOU ARE WITNESSING IS MERELY A FANTASY! BUT, IT COULD HAPPEN!
MYSTERIO HAS THE POWER TO DO IT--JUST AS I HAVE THE POWER TO PRE-EMPT THE TV SHOW YOU WERE WATCHING!
BUT FIRST--I SHALL DESTROY MY GREATEST ENEMY--
HE KNOWS WHO I MEAN--AND HE KNOWS--THAT I CAN DO IT!
13

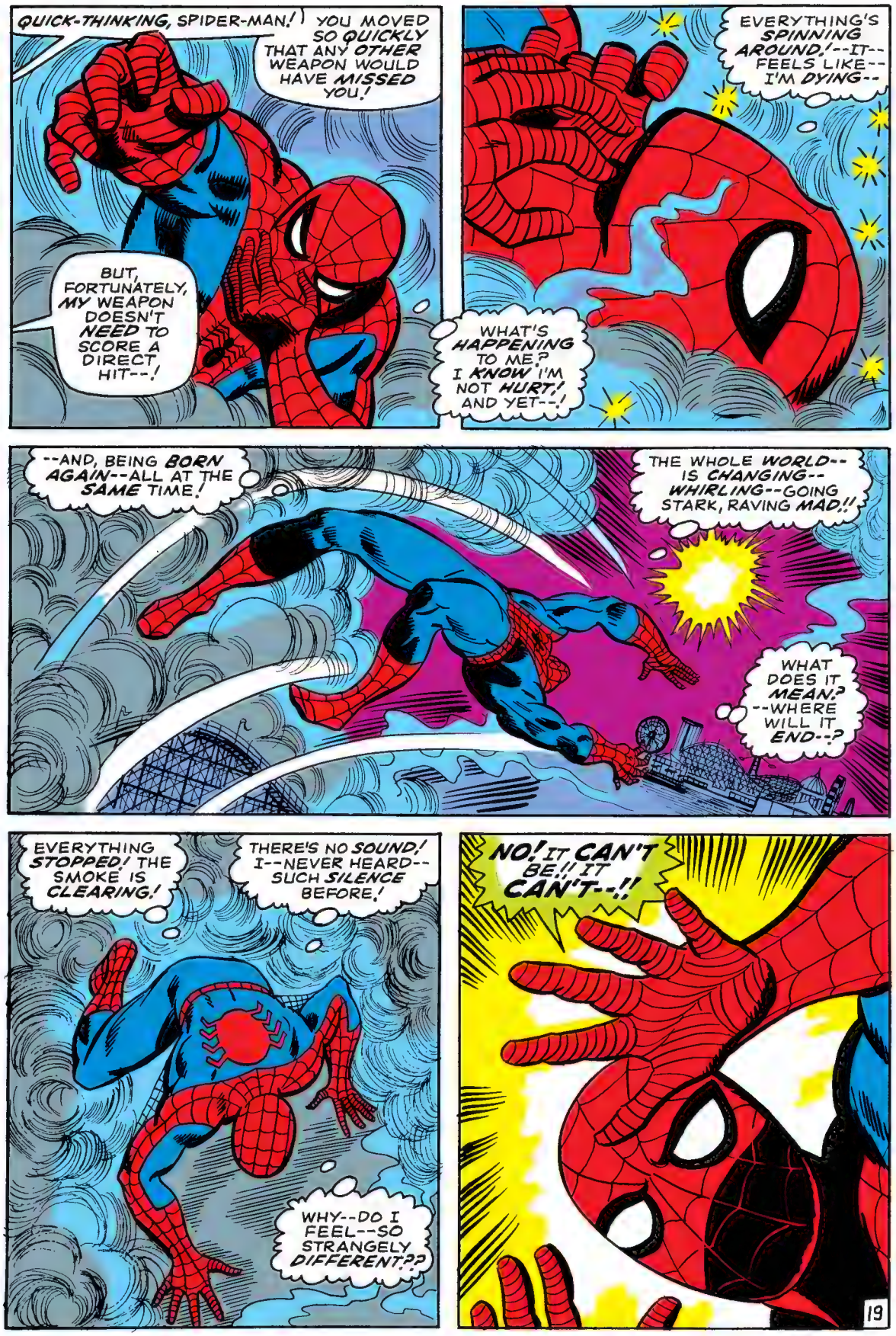

HE'S MORE ARROGANT--MORE SURE OF HIMSELF THAN EVER BEFORE!
IT MUST MEAN THAT HIS POWER IS GREATER THAN IT WAS!
I WAS SO WORRIED ABOUT YOU, PETER! I DIDN'T KNOW WHERE YOU WERE--AND, WITH SUCH A MONSTER RUNNING LOOSE IN THE CITY--!
AND NOW--BEFORE THE EYES OF MILLIONS--I CHALLENGE THE DOOMED SPIDER-MAN TO MEET ME--AT A PLACE THAT ONLY WE TWO KNOW--
THE PLACE WHERE WE HAD OUR FIRST BATTLE--AND WHERE WE'LL NOW HAVE--OUR FINAL ONE!
THAT SPIDER-MAN--ACCORDING TO THE DAILY BUGLE--HE'S JUST AS BAD!
WHERE WILL IT ALL END??
YOU KNOW YOU'RE NOT SUPPOSED TO GET UPSET!
LOOK AT YOU--ALL PALE AND TREMBLING!
NOW JUST LIE DOWN HERE--AND FORGET ABOUT MYSTERIO--AND SPIDER-MAN--AND EVERYONE!
PETER! IS THAT YOU? I WENT OUT TO DO SOME SHOPPING, AND--OH!
WHAT--WHAT'S WRONG WITH MAY??
SOMETHING ON TV--GAVE HER A SHOCK!
I THINK--WE'D BETTER CALL THE DOCTOR FOR HER!
WOULD YOU PHONE HIM, MRS. WATSON! I'VE GOT SOMETHING TO DO--THAT CAN'T WAIT!
WHAT CAN BE SO URGENT--TO TAKE YOU AWAY FROM YOUR AUNT AT A TIME LIKE THIS?
HAVEN'T TIME TO EXPLAIN--BUT THERE'S NOTHING MORE I CAN DO HERE!
PERHAPS--I JUST NEED--A LITTLE SLEEP--
THE BEST THING I CAN DO FOR HER--IS TO POLISH OFF MYSTERIO!
IF I CAN MAKE HER FEEL THAT THE CITY ISN'T A JUNGLE--THAT LAW-ABIDING PEOPLE CAN STILL LIVE IN SAFETY--!

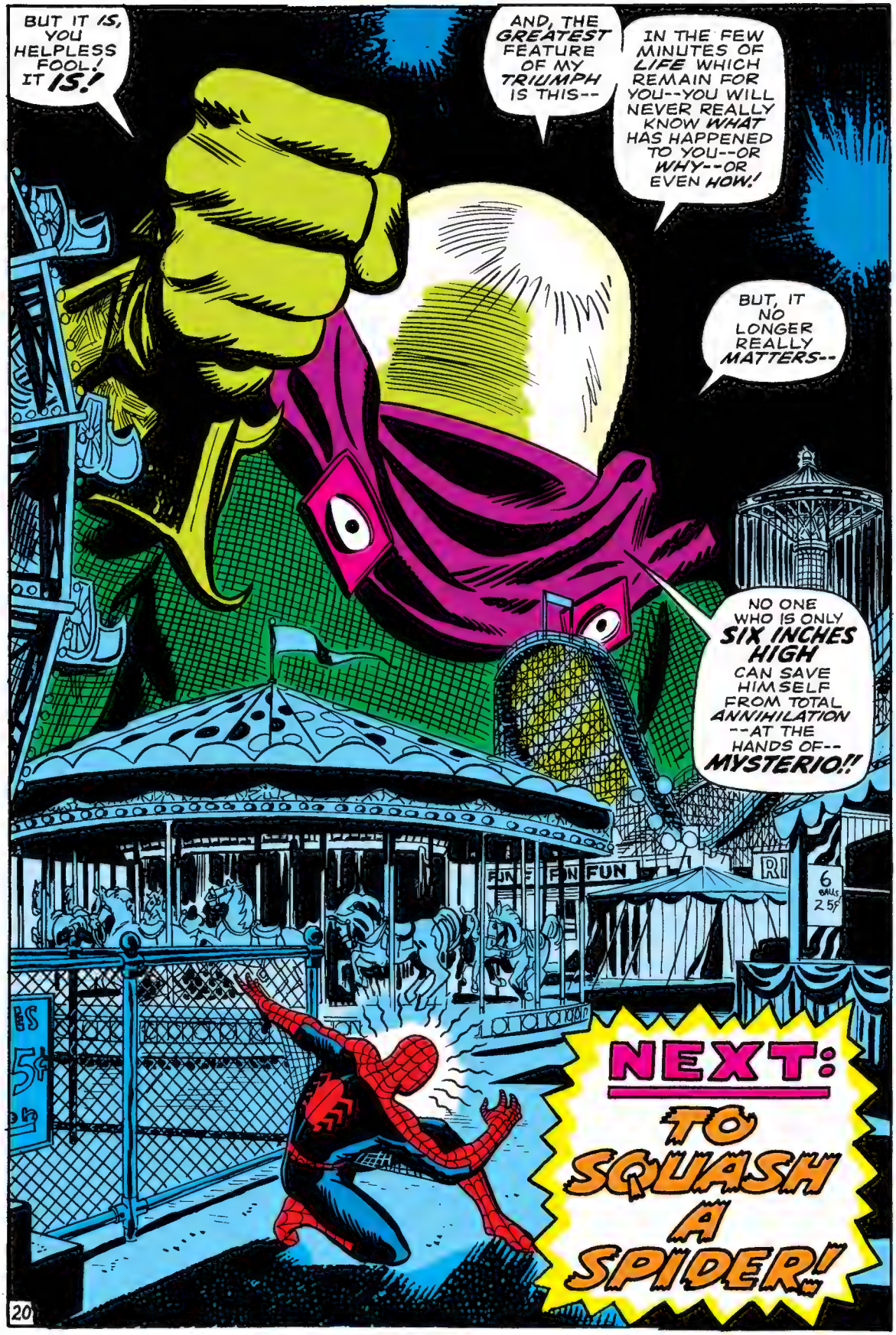

THIS IS IT--THE PLACE WHERE WE FIRST FOUGHT!
EVEN THOUGH THE OLD STUDIO BUILDING IS ALL BOARDED-UP NOW, MY SPIDEY SENSE IS TINGLING LIKE MAD!
AND THAT MEANS MYSTERIO IS WAITING FOR ME--INSIDE!
NO NEED TO TRY SNEAKING UP ON HIM--HE KNOWS I'M COMING!
SO I'LL JUST TEAR THRU THIS CORRUGATED STEEL DOOR--NO MATTER HOW MUCH NOISE IT MAKES--!
SKREE!
BEST BUY U.S.A. DEFENSE BONDS
SO SOON, SPIDER-MAN?
I DIDN'T THINK YOU'D BE IN SUCH A RUSH--TO FACE YOUR FINAL WATERLOO!
OR DO YOU HAVE TO RUSH BECAUSE YOU RENT THAT CORNY COSTUME BY THE HOUR?
SKIP THE SARCASM, MYSTERIO--!
IT'LL TAKE MORE THAN SOME HOKEY CHATTER TO SAVE YOURSELF NOW!
YOU--THREATENING ME?
THAT'S THE BIGGEST LAUGH YET!


OKAY, BOWL-HEAD-- LAUGH!
ONCE I GET AHOLD OF YOU, I'LL--
WHA-?? HE'S GONE!
HOW VERY PERCEPTIVE OF YOU TO NOTICE THAT!
TAKE IT EASY, SPIDEY! REMEMBER-- HE'S THE TRICKIEST FOE OF ALL!
IT DOESN'T MATTER WHETHER THEY'RE JUST CLEVER STUNTS--OR ACTUAL MAGIC--
HE'S STILL ABLE TO VANISH-- AND THEN REAPPEAR AGAIN-- LIKE A GHOST!
MIGHT AS WELL SHOW YOURSELF, MISTER!
YOU CAN'T HIDE IN A SMOKE SCREEN FOREVER!
DON'T COUNT ON IT, YOU FOOL!
THOK!
UNHH!
PERHAPS THIS WILL SERVE TO TEACH YOU--
RAP!
--THAT MYSTERIO IS FAR, FAR MORE--
LOK!
--MORE THAN A BRILLIANT TRICKSTER!
THUM!
WELL, WEB-HEAD--??
KEEP TALKIN', CHARLIE! MY INNING'S COMING UP--!
16


OKAY, BIG MAN--NOW WE'LL DO IT MY WAY!
SO! YOU EXPECT YOUR WALL-CRAWLING POWERS TO BEAT ME, EH?
WELL, SINCE YOUR FINISH IS ALMOST HERE--I'LL REVEAL MYSELF--
IN ORDER TO POINT OUT YOUR FINAL RESTING PLACE--!
A TABLE-TOP MODEL OF AN AMUSEMENT PARK! BIG DEAL!
IT'S A FAR BIGGER DEAL THAN YOU CAN POSSIBLY SUSPECT!
SOME GUYS COLLECT BOTTLE TOPS--
BUT YOUR THING IS TOY AMUSEMENT PARKS! SO CONGRATULATIONS!
HE'S HEADING FOR THAT NUTTY-LOOKING GUN-GIZMO! IS THAT THE TRAP HE'S SET?
YES, WE ALL HAVE OUR LITTLE IDIOSYNCRACIES!
YOU CAN SAY THAT AGAIN!
NOW MY HANG-UP IS A SIMPLE ONE--I DON'T LIKE BEING USED FOR TARGET PRACTICE!
HOW SAD! IT'S TOO LATE FOR YOU TO PREVENT IT NOW!


SURELY YOU DON'T THINK I WEAR THIS CLOAK MERELY FOR SHOW?
SEE HOW EASILY IT CAN BE USED-- TO TANGLE ANY FOE!
AND, THE MORE YOU STRUGGLE--
THE LESS GOOD IT WILL DO YOU!
HE'S MANAGED TO VANISH AGAIN!
I'M JUST TAKING SWINGS AT AN EMPTY CLOAK!
HE WANTED TO DELAY ME--
LONG ENOUGH FOR HIM TO REACH THAT DEADLY-LOOKING GADGET!
AND HE'S PROBABLY GRABBED IT BY NOW!
I WAS RIGHT! THERE HE IS!
THIS IS THE MOMENT I'VE BEEN WAITING FOR--!
CLICK
HE'S ACTIVATED IT!
AAAK!
18


QUICK-THINKING, SPIDER-MAN!
YOU MOVED SO QUICKLY THAT ANY OTHER WEAPON WOULD HAVE MISSED YOU!
BUT, FORTUNATELY, MY WEAPON DOESN'T NEED TO SCORE A DIRECT HIT--!
EVERYTHING'S SPINNING AROUND!--IT--FEELS LIKE--I'M DYING--
WHAT'S HAPPENING TO ME? I KNOW I'M NOT HURT! AND YET--!
--AND, BEING BORN AGAIN--ALL AT THE SAME TIME!
THE WHOLE WORLD--IS CHANGING--WHIRLING--GOING STARK, RAVING MAD!!
WHAT DOES IT MEAN? --WHERE WILL IT END--?
EVERYTHING STOPPED! THE SMOKE IS CLEARING!
THERE'S NO SOUND! I--NEVER HEARD--SUCH SILENCE BEFORE!
WHY--DO I FEEL--SO STRANGELY DIFFERENT??
NO! IT CAN'T BE!! IT CAN'T--!!


BUT IT IS, YOU HELPLESS FOOL! IT IS!
AND, THE GREATEST FEATURE OF MY TRIUMPH IS THIS--
IN THE FEW MINUTES OF LIFE WHICH REMAIN FOR YOU--YOU WILL NEVER REALLY KNOW WHAT HAS HAPPENED TO YOU--OR WHY--OR EVEN HOW!
BUT, IT NO LONGER REALLY MATTERS--
NO ONE WHO IS ONLY SIX INCHES HIGH CAN SAVE HIMSELF FROM TOTAL ANNIHILATION --AT THE HANDS OF-- MYSTERIO!!
FUN FUN FUN
NEXT: TO SQUASH A SPIDER!

the AMAZING
SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
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67 DEC
ROMITA

THE AMAZING SPIDER-MAN!™
"TO SQUASH A SPIDER!"
TRAPPED BY THE MADLY MURDEROUS MYSTERIO, OUR HAPLESS WEB-SPINNER SUDDENLY REGAINS CONSCIOUSNESS, ONLY TO FIND THAT HE HAS BECOME--HE HAS BECOME--SIX INCHES TALL! AND THEN--
HE'S--TRYING TO--SQUASH ME!!
NO WONDER IT'S GREAT! LOOK WHO DID IT--
STAN LEE and JOHNNY ROMITA
WRITER and ARTIST
JIM (MADMAN) MOONEY,--EMBELLISHER
LETTERED BY: ARTIE SIMEK

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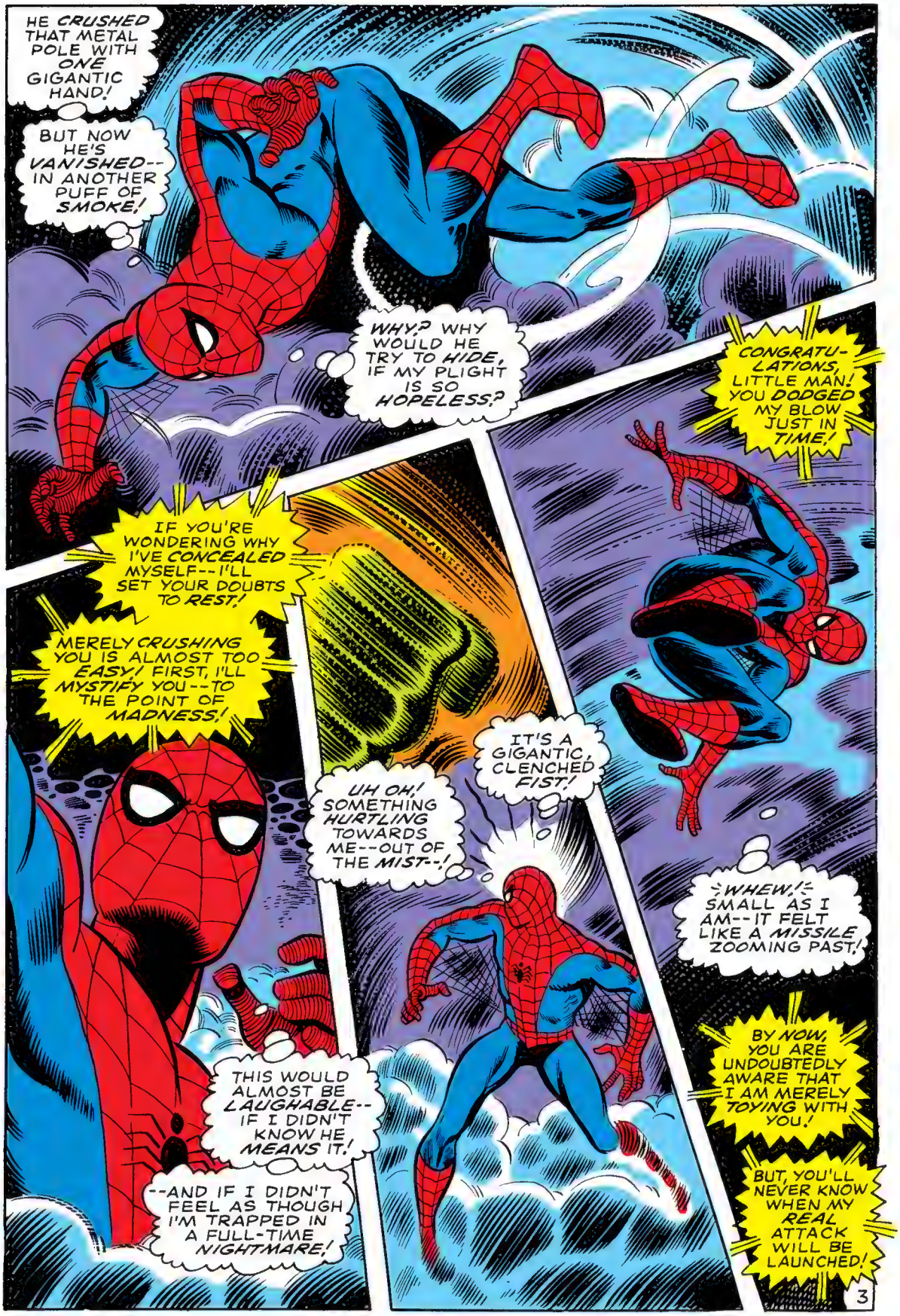
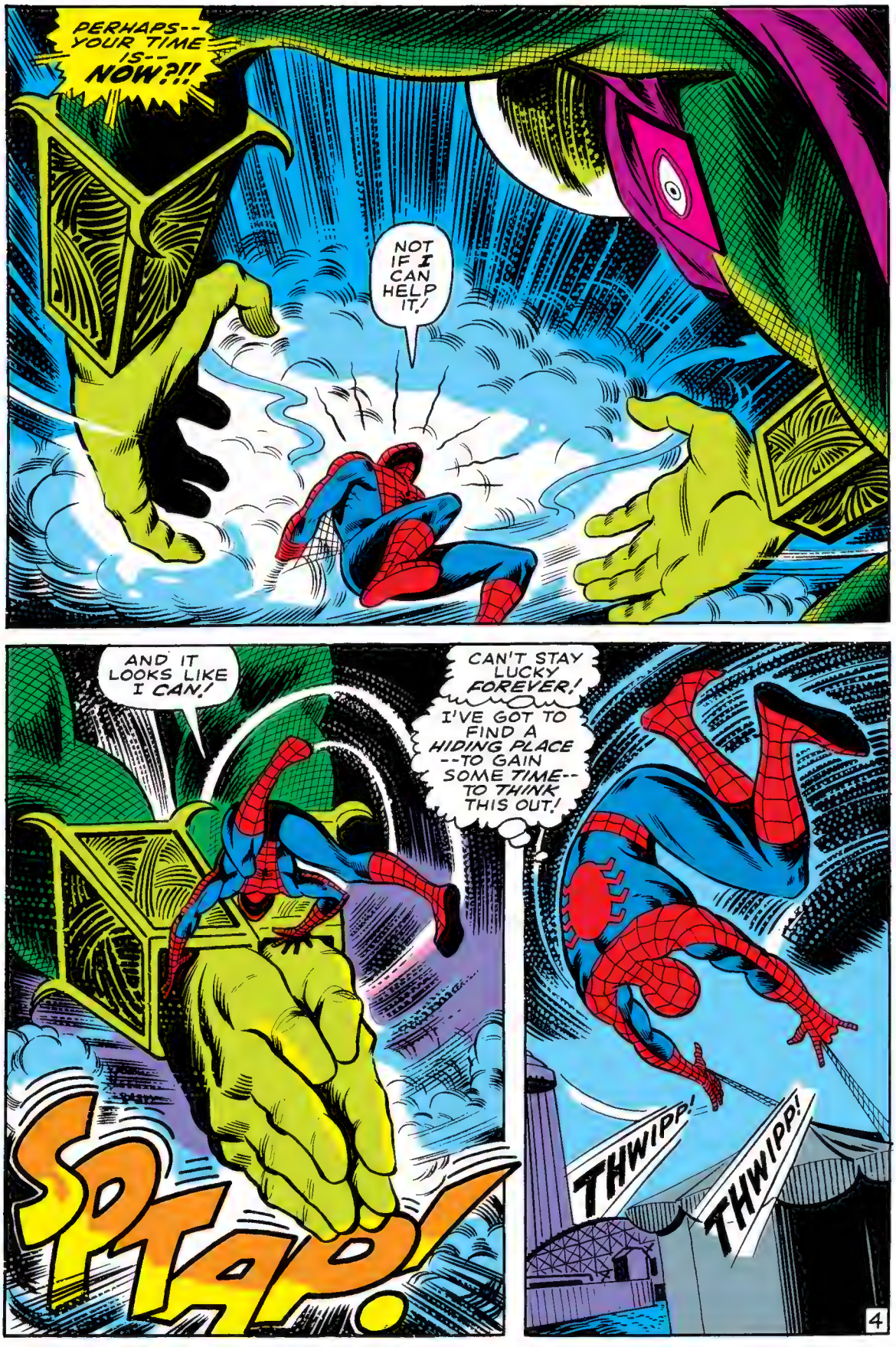
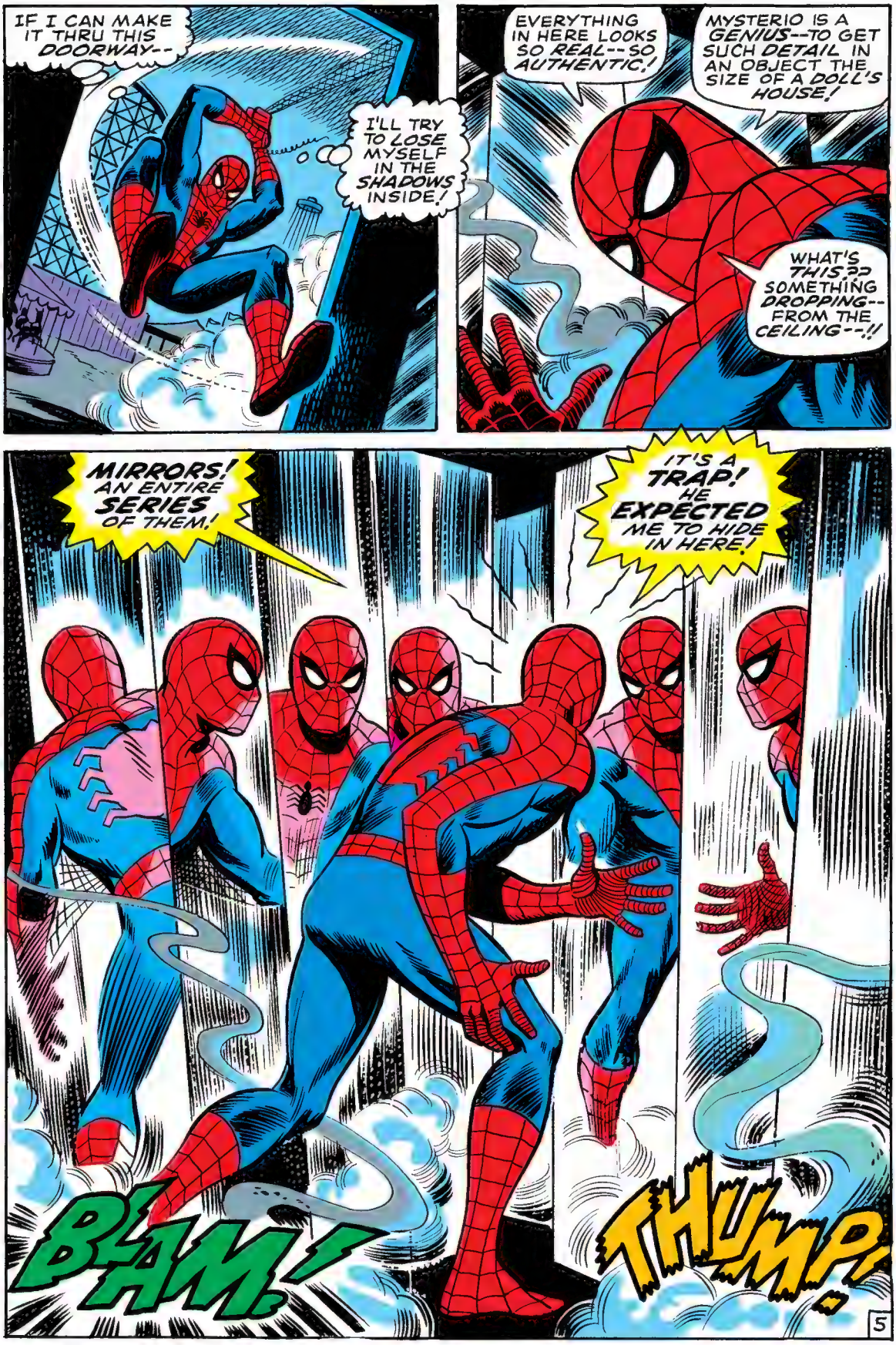
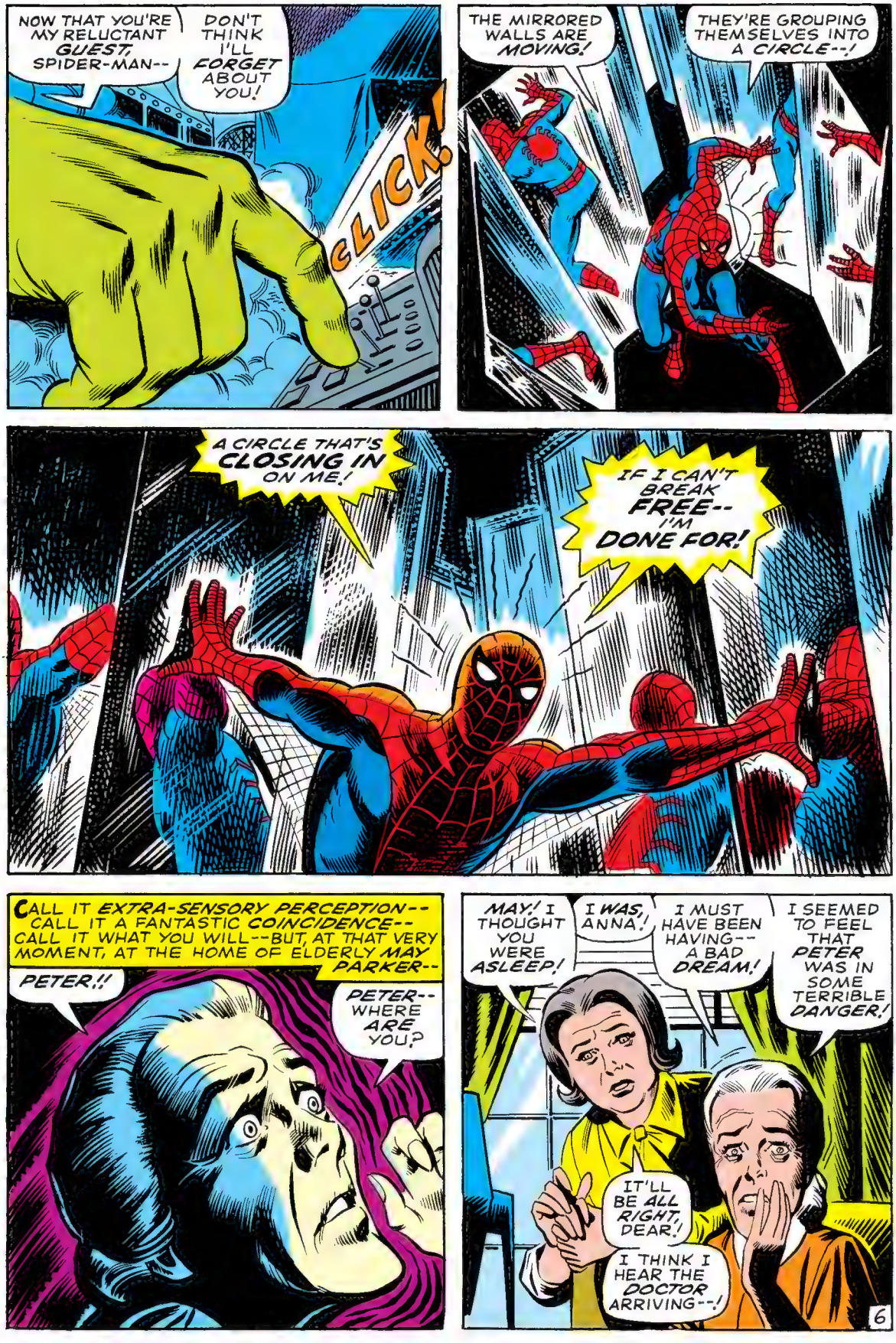
HOW DID IT HAPPEN?? HOW DID HE MAKE ME SO SMALL??
THOOM!!
MINUTES BEFORE HE HIT ME WITH THAT WEAPON OF HIS, THIS WAS JUST A TABLE-TOP MODEL OF AN AMUSEMENT PARK--!
NOW-- IMPOSSIBLE AS IT SEEMS-- EVERYTHING HAS BECOME LIFE SIZE--!
BEWILDERED, SPIDER-MAN?? GOOD!
--THAT'S JUST THE WAY I PLANNED IT!
NO MATTER HOW FAST YOU MOVE--
WHAT CHANCE HAS A SIX-INCH NOBODY AGAINST THE MYSTIC MIGHT OF-- MYSTERIO?!!
THAT'S JUST WHAT I'VE BEEN WONDERING!
2


HE CRUSHED THAT METAL POLE WITH ONE GIGANTIC HAND!
BUT NOW HE'S VANISHED--IN ANOTHER PUFF OF SMOKE!
WHY? WHY WOULD HE TRY TO HIDE, IF MY PLIGHT IS SO HOPELESS?
CONGRATULATIONS, LITTLE MAN! YOU DODGED MY BLOW JUST IN TIME!
IF YOU'RE WONDERING WHY I'VE CONCEALED MYSELF--I'LL SET YOUR DOUBTS TO REST!
MERELY CRUSHING YOU IS ALMOST TOO EASY! FIRST, I'LL MYSTIFY YOU--TO THE POINT OF MADNESS!
UH OH! SOMETHING HURTLING TOWARDS ME--OUT OF THE MIST--!
IT'S A GIGANTIC, CLENCHED FIST!
WHEW! SMALL AS I AM--IT FELT LIKE A MISSILE ZOOMING PAST!
BY NOW, YOU ARE UNDOUBTEDLY AWARE THAT I AM MERELY TOYING WITH YOU!
THIS WOULD ALMOST BE LAUGHABLE--IF I DIDN'T KNOW HE MEANS IT!
--AND IF I DIDN'T FEEL AS THOUGH I'M TRAPPED IN A FULL-TIME NIGHTMARE!
BUT, YOU'LL NEVER KNOW WHEN MY REAL ATTACK WILL BE LAUNCHED!

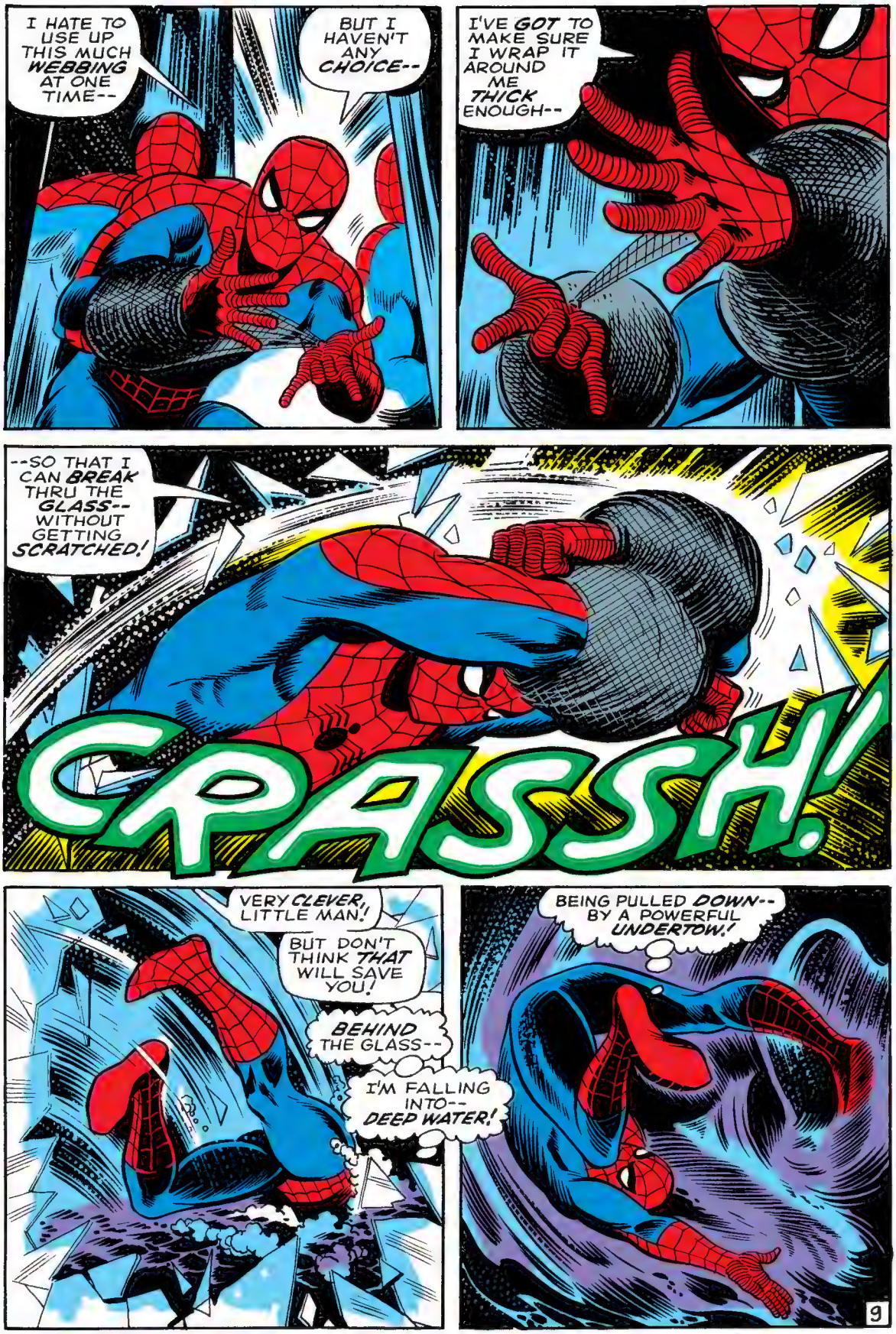

PERHAPS-- YOUR TIME IS-- NOW?!!
NOT IF I CAN HELP IT!
AND IT LOOKS LIKE I CAN!
SPTAP!
CAN'T STAY LUCKY FOREVER! I'VE GOT TO FIND A HIDING PLACE --TO GAIN SOME TIME-- TO THINK THIS OUT!
THWIPP!
THWIPP!

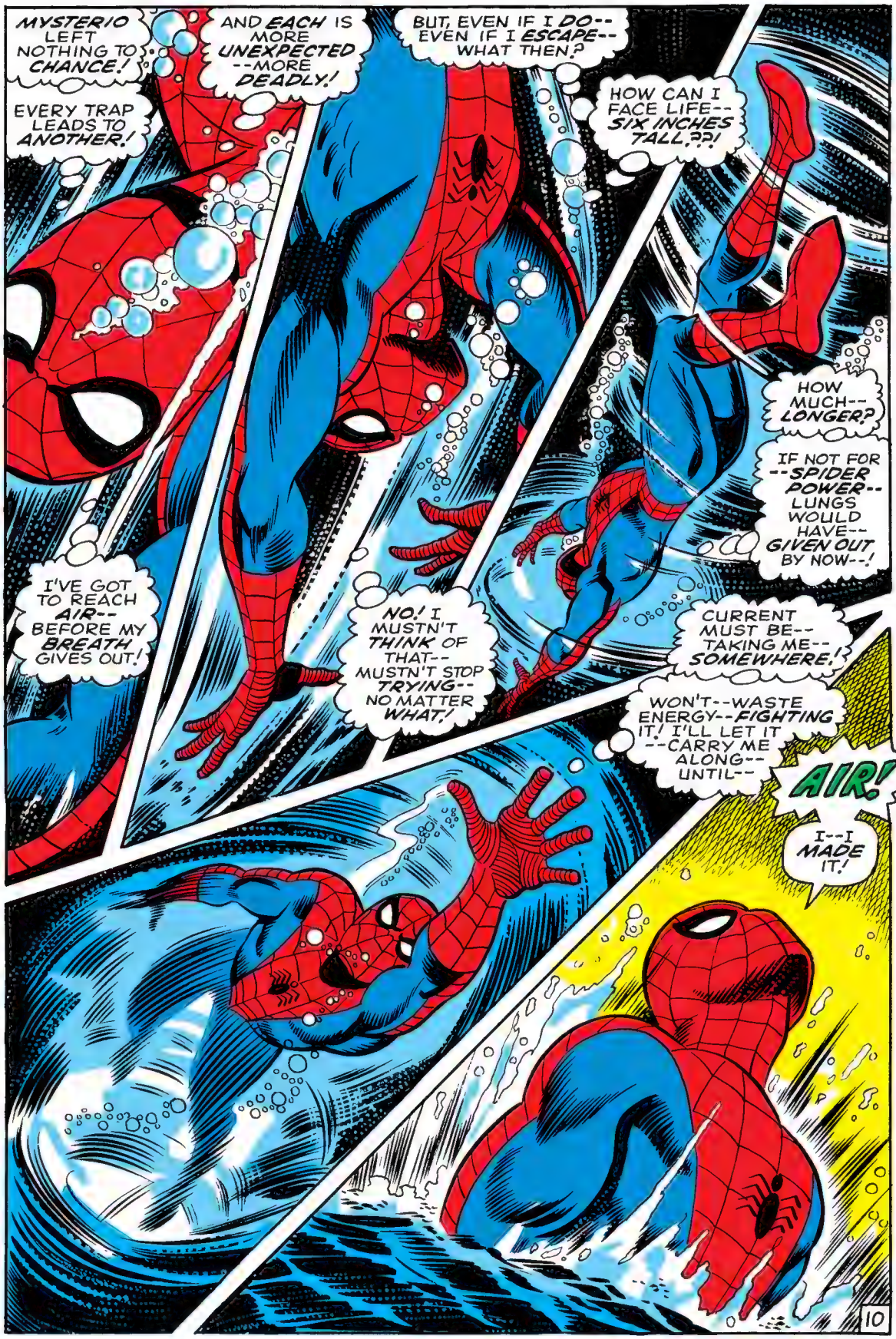

IF I CAN MAKE IT THRU THIS DOORWAY--
I'LL TRY TO LOSE MYSELF IN THE SHADOWS INSIDE!
EVERYTHING IN HERE LOOKS SO REAL--SO AUTHENTIC!
MYSTERIO IS A GENIUS--TO GET SUCH DETAIL IN AN OBJECT THE SIZE OF A DOLL'S HOUSE!
WHAT'S THIS?? SOMETHING DROPPING--FROM THE CEILING--!!
MIRRORS! AN ENTIRE SERIES OF THEM!
IT'S A TRAP! HE EXPECTED ME TO HIDE IN HERE!
BLAM!
THUMP!

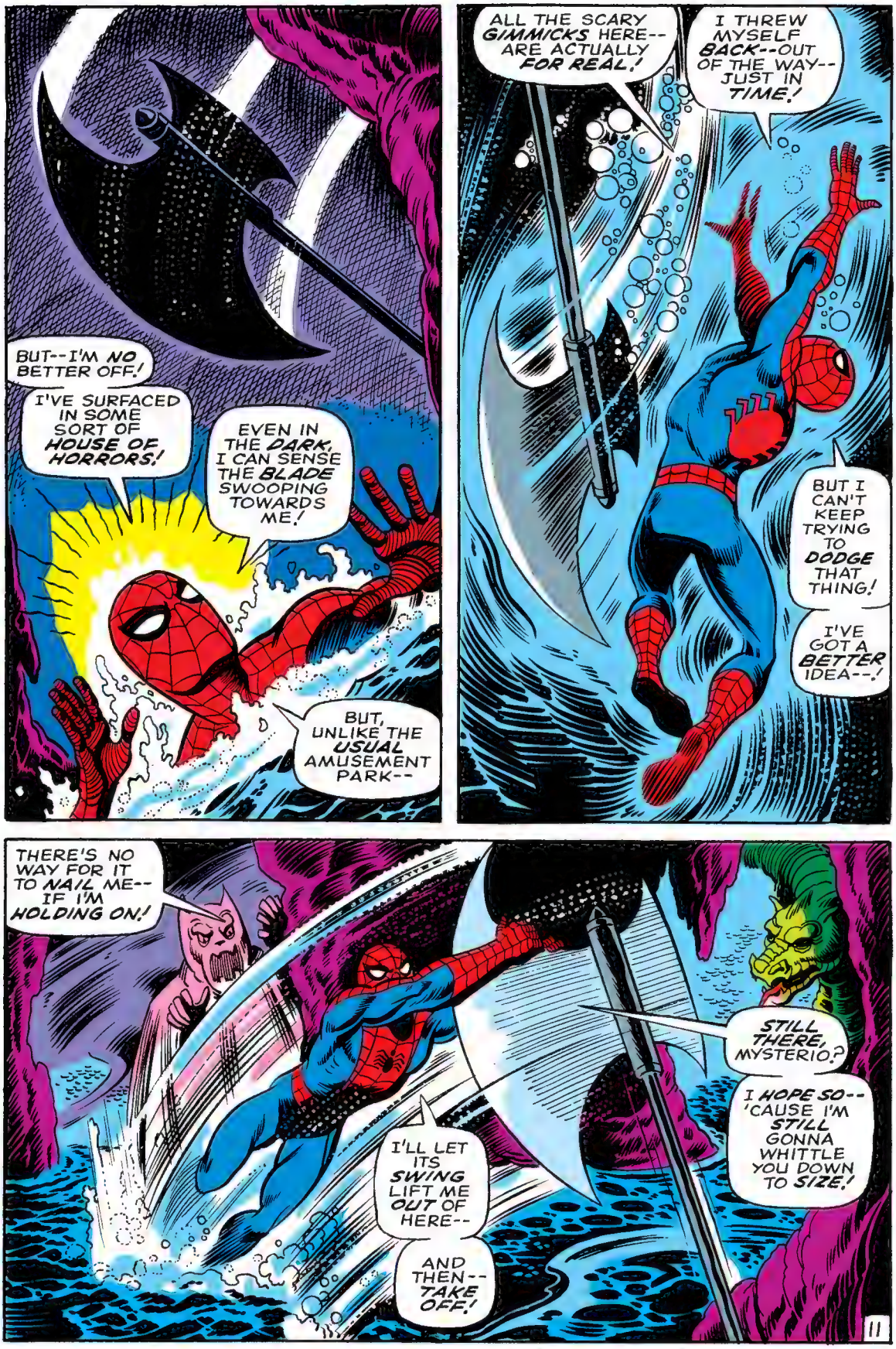

NOW THAT YOU'RE MY RELUCTANT GUEST, SPIDER-MAN--
DON'T THINK I'LL FORGET ABOUT YOU!
CLICK!
THE MIRRORED WALLS ARE MOVING!
THEY'RE GROUPING THEMSELVES INTO A CIRCLE--!
A CIRCLE THAT'S CLOSING IN ON ME!
IF I CAN'T BREAK FREE-- I'M DONE FOR!
CALL IT EXTRA-SENSORY PERCEPTION-- CALL IT A FANTASTIC COINCIDENCE-- CALL IT WHAT YOU WILL--BUT, AT THAT VERY MOMENT, AT THE HOME OF ELDERLY MAY PARKER--
PETER!!
PETER-- WHERE ARE YOU?
MAY! I THOUGHT YOU WERE ASLEEP!
I WAS, ANNA!
I MUST HAVE BEEN HAVING-- A BAD DREAM!
I SEEMED TO FEEL THAT PETER WAS IN SOME TERRIBLE DANGER!
IT'LL BE ALL RIGHT, DEAR!
I THINK I HEAR THE DOCTOR ARRIVING--!
6

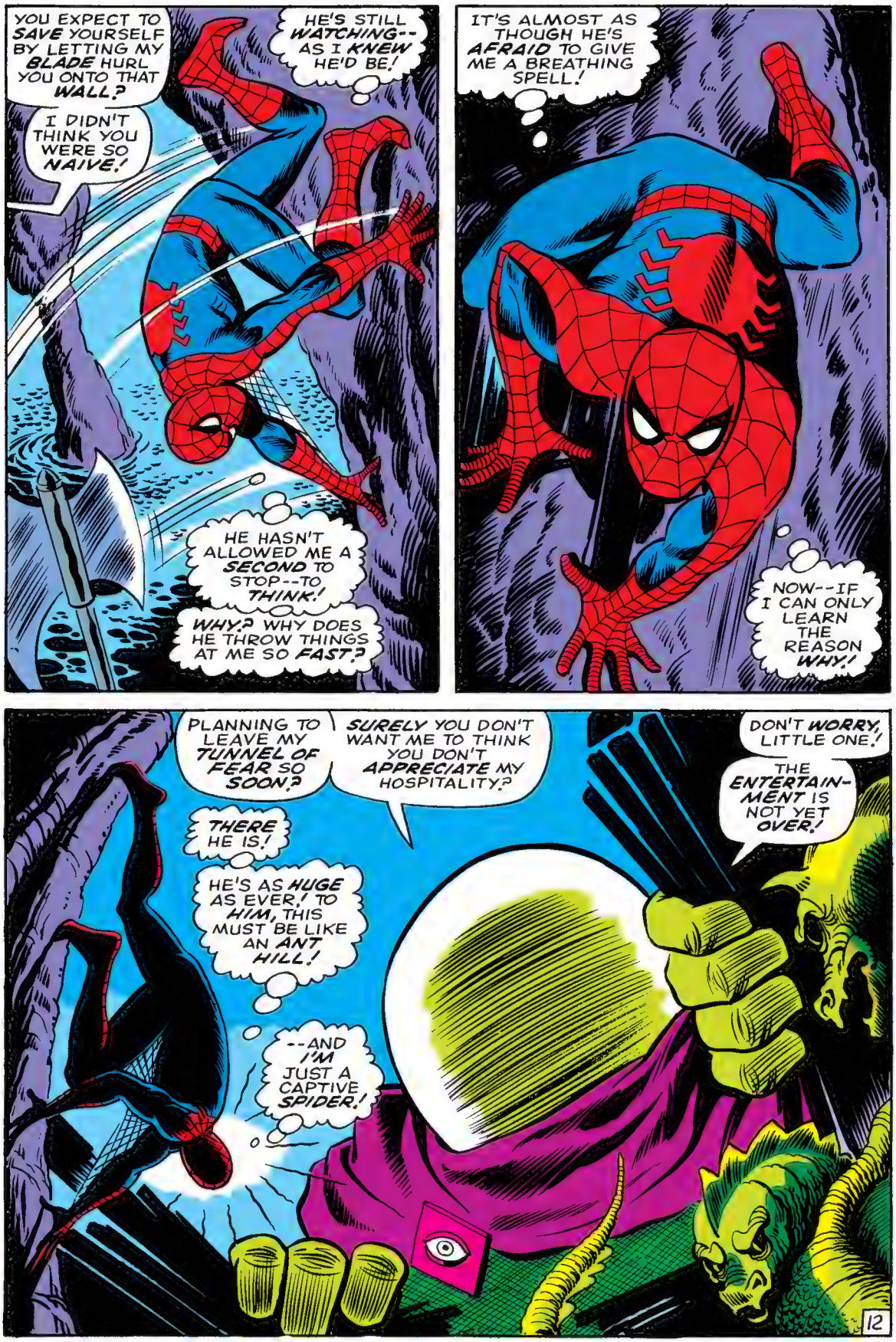
LOOK AT THAT DOOR! WHAT ON EARTH HAPPENED HERE?*
WHERE'S THAT FOOTLOOSE NEPHEW OF HERS?
HE'S NEVER HERE WHEN HE'S NEEDED!
NO WONDER POOR MRS. PARKER'S NERVES ARE SHOT!
*PETEY BROKE IT LAST ISH WHEN HE RACED IN UPON HEARING THE ANGUISHED CRY OF HIS AUNT--REMEMBER?--STAINLESS STAN.
OH, DOCTOR--I'M SO GLAD YOU'RE HERE!
MAY HAS BEEN--FEELING POORLY AGAIN!
BUT--I'M ALL RIGHT NOW!
LET ME BE THE JUDGE OF THAT, MRS. PARKER!
MOMENTS LATER--
I KNEW IT! THE POOR DEAR STILL HASN'T FULLY RECOVERED!
YOU MUSTN'T LET THINGS UPSET YOU!
THE SLIGHTEST STRAIN--OR BIT OF TENSION, CAN BRING ON ANOTHER ATTACK!
AND EACH NEW BOUT LEAVES YOU WEAKER THAN THE LAST!
FOR A MOMENT, I CONSIDERED SENDING YOU TO THE HOSPITAL--FOR COMPLETE REST AND ISOLATION!
BUT, I'D RATHER NOT MOVE YOU RIGHT NOW--SO WE'LL LEAVE THINGS AS THEY ARE!
IF YOU SHOULD NEED ANYTHING--
OH, DON'T WORRY, DOCTOR! I HAVE MY DEAR FRIEND ANNA--AND, OF COURSE--MY DEVOTED NEPHEW--PETER!
DEVOTED? HE NEVER SEEMS TO BE HERE!
HE'S THE BEST NEPHEW--IN THE WORLD!
AMAZING HOW SHE LOVES THAT USELESS TEENAGER!
DOCTOR--IS THERE ANYTHING I CAN DO--ANYTHING I SHOULD KNOW--?
IT'S THE SAME AS BEFORE, I'M AFRAID!
MRS. PARKER IS VERY WEAK! SHE MUST BE SHIELDED FROM ANY WORRY--AND SUDDEN SHOCKS!
AND THE BEST THERAPY WOULD BE MORE FREQUENT VISITS FROM THAT FLIGHTY NEPHEW OF HERS!
OKAY! SOAP OPERA TIME'S OVER! NOW, BACK TO THE COLD, CRUEL, CALLOUS WORLD OUTSIDE--
IT'S BEEN HOURS SINCE MYSTERIO ISSUED A PUBLIC CHALLENGE TO THAT SLIMY, SPINELESS SPIDER-MAN!
I WANT A FOLLOW-UP STORY! I WANT NEWS, ROBERTSON--NEWS! N-E-W-S!
I KNOW HOW TO SPELL IT, JJ!
BUT NO ONE CAN WRITE IT UP--UNTIL IT HAPPENS!

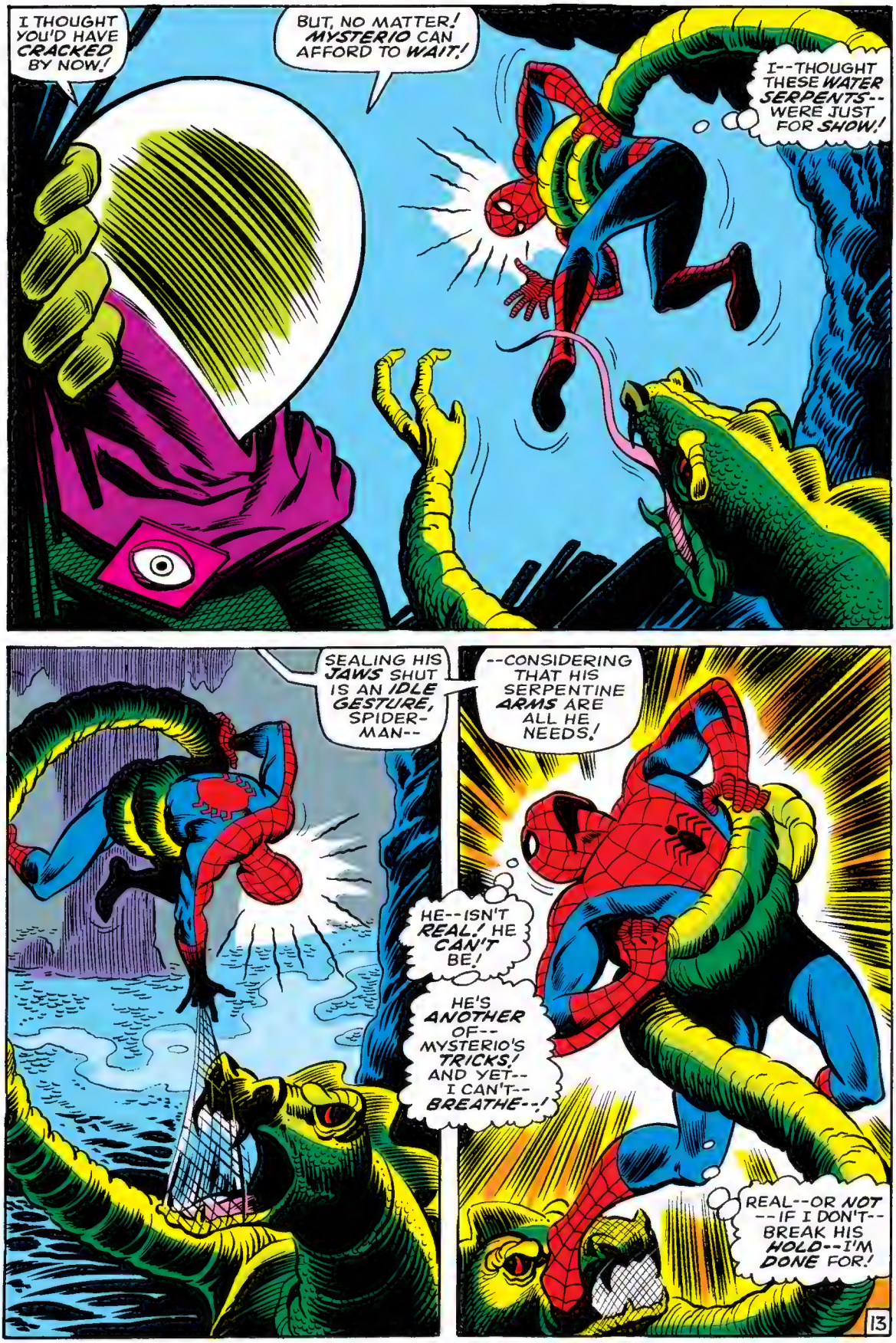
WHERE IS SPIDER-MAN? WHERE IS MYSTERIO?
THIS IS A NEWSPAPER!! WHY CAN'T I GET ANY NEWS WHEN I WANT IT??
DO I HAVE REPORTERS --OR OSTRICHES?
ANY-THING WRONG, ROBBIE?
WELL, IF YOU LISTEN TO JOLLY JONAH, IT'S THE END OF THE WORLD!
HE'S WAITING FOR A REPORT ABOUT SPIDEY--OR MYSTERIO!
I'LL SCOUT AROUND AND SEE IF I CAN LEARN ANYTHING!
I WONDER IF CAPTAIN STACY HAS ANY NEW THEORIES?
DON'T FORGET OUR DINNER DATE TONIGHT, HONEY!
THEN I'D BETTER HOPE YOU DON'T LEARN ANYTHING, NED--SO YOU WON'T BE LATE!
I THINK I'LL GIVE HIM A RING!
MEANWHILE...
NO NEED TO WORRY, SPIDER-MAN--
THE WALLS WHICH ARE CLOSING IN ON YOU ARE MERELY MADE OF GLASS--
SURELY YOUR SUPER-STRENGTH CAN SHATTER THEM WITH EASE!
BUT, PERHAPS I SHOULD WARN YOU--
THEY'RE COATED WITH A THIN FILM OF LETHAL POISON!
THE SLIGHTEST SCRATCH WOULD MEAN "FAREWELL, SPIDER-MAN"!
AND I CAN'T BREAK A MIRROR WITHOUT GETTING SCRATCHED!
OR, SO HE THINKS!
MY FIRST JOB IS TO GAIN SOME TIME!
MAYBE MY WEBBING CAN CLOG THE MECHANISM-- AND SLOW IT DOWN!
THWIP!
I ONLY NEED A FEW SECONDS!
IT WORKED! THEY'RE STILL CLOSING IN-- BUT SLOWER!
IT GIVES ME TIME FOR ONE LAST MOVE--!

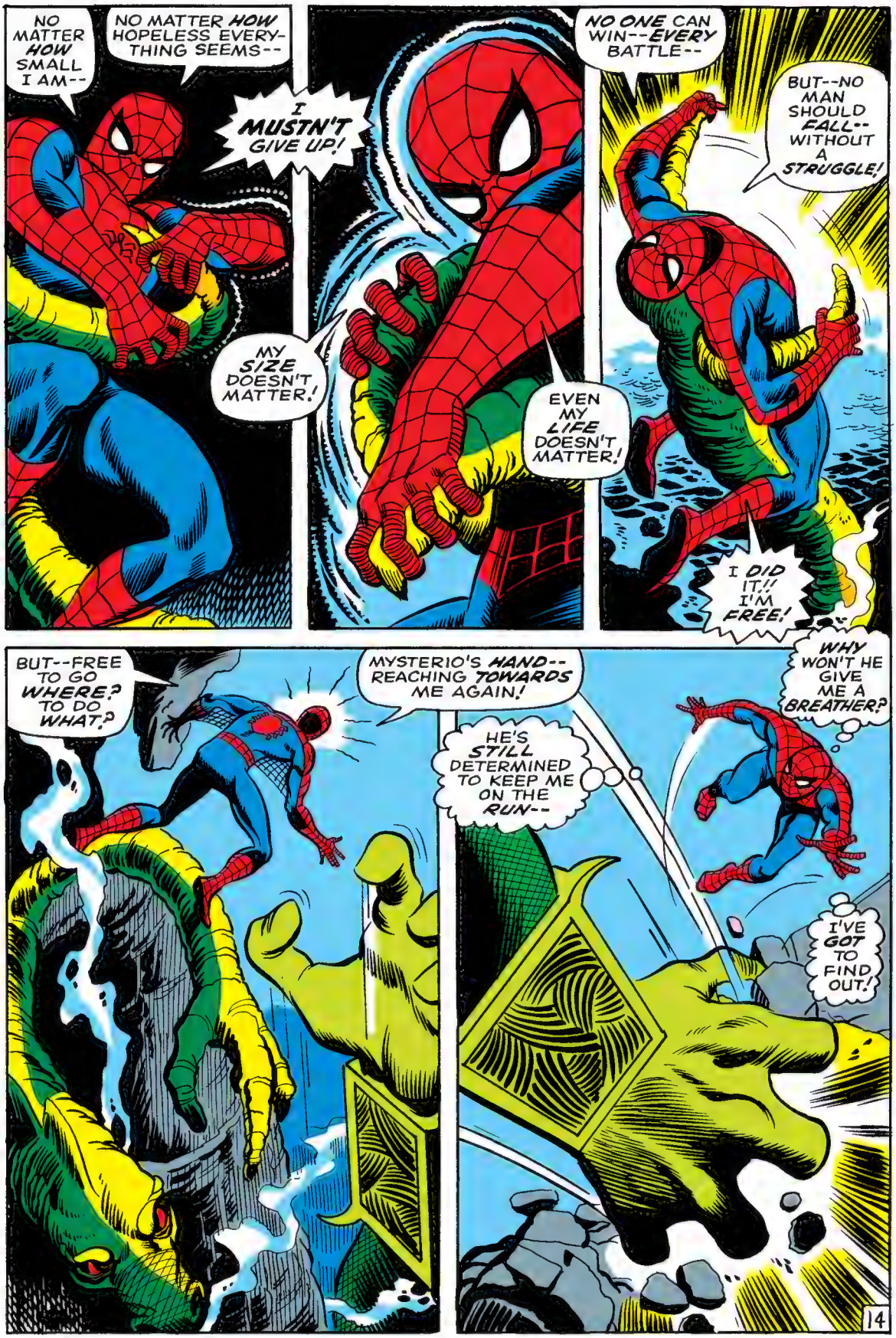

I HATE TO USE UP THIS MUCH WEBBING AT ONE TIME--
BUT I HAVEN'T ANY CHOICE--
I'VE GOT TO MAKE SURE I WRAP IT AROUND ME THICK ENOUGH--
--SO THAT I CAN BREAK THRU THE GLASS-- WITHOUT GETTING SCRATCHED!
CRASSH!
VERY CLEVER, LITTLE MAN!
BUT DON'T THINK THAT WILL SAVE YOU!
BEHIND THE GLASS--
I'M FALLING INTO-- DEEP WATER!
BEING PULLED DOWN-- BY A POWERFUL UNDERTOW!
9

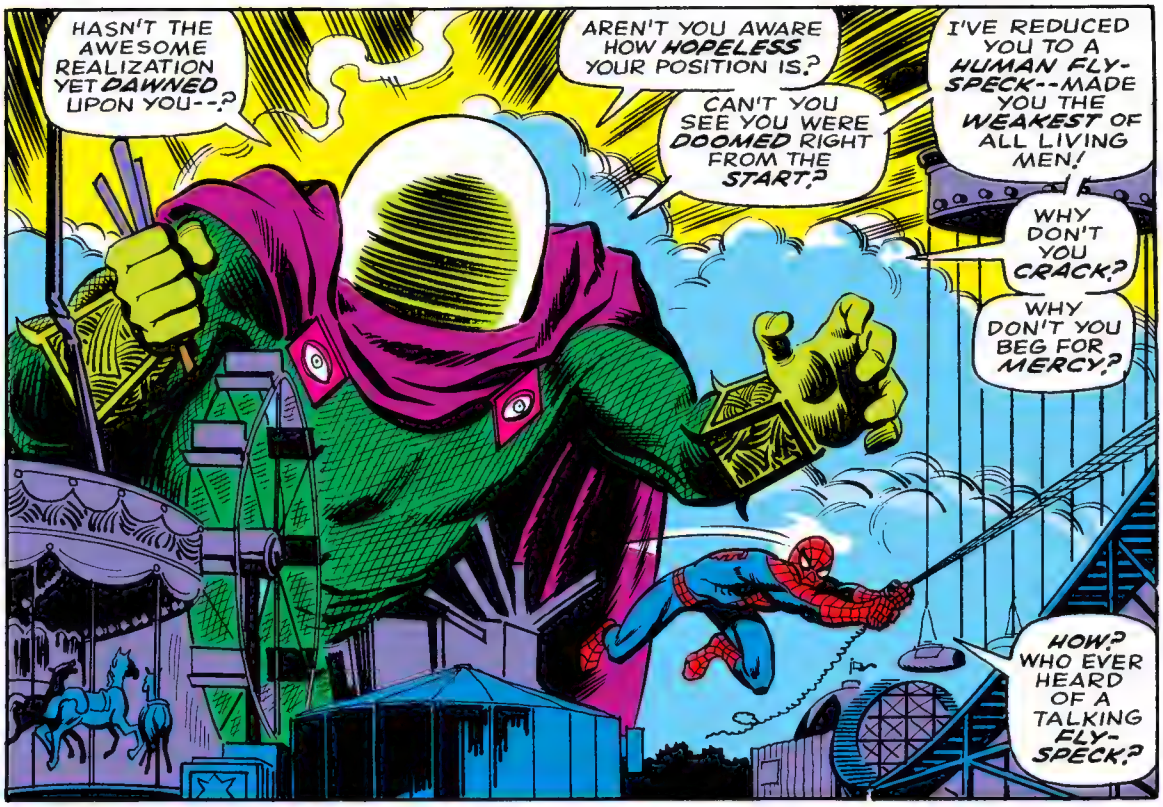

MYSTERIO LEFT NOTHING TO CHANCE!
EVERY TRAP LEADS TO ANOTHER!
AND EACH IS MORE UNEXPECTED --MORE DEADLY!
BUT, EVEN IF I DO-- EVEN IF I ESCAPE-- WHAT THEN?
HOW CAN I FACE LIFE-- SIX INCHES TALL,??!
HOW MUCH-- LONGER?
IF NOT FOR --SPIDER POWER-- LUNGS WOULD HAVE-- GIVEN OUT, BY NOW--!
I'VE GOT TO REACH AIR-- BEFORE MY BREATH GIVES OUT!
NO! I MUSTN'T THINK OF THAT-- MUSTN'T STOP TRYING-- NO MATTER WHAT!
CURRENT MUST BE-- TAKING ME-- SOMEWHERE!
WON'T--WASTE ENERGY--FIGHTING IT! I'LL LET IT --CARRY ME ALONG-- UNTIL--
AIR!
I--I MADE IT!

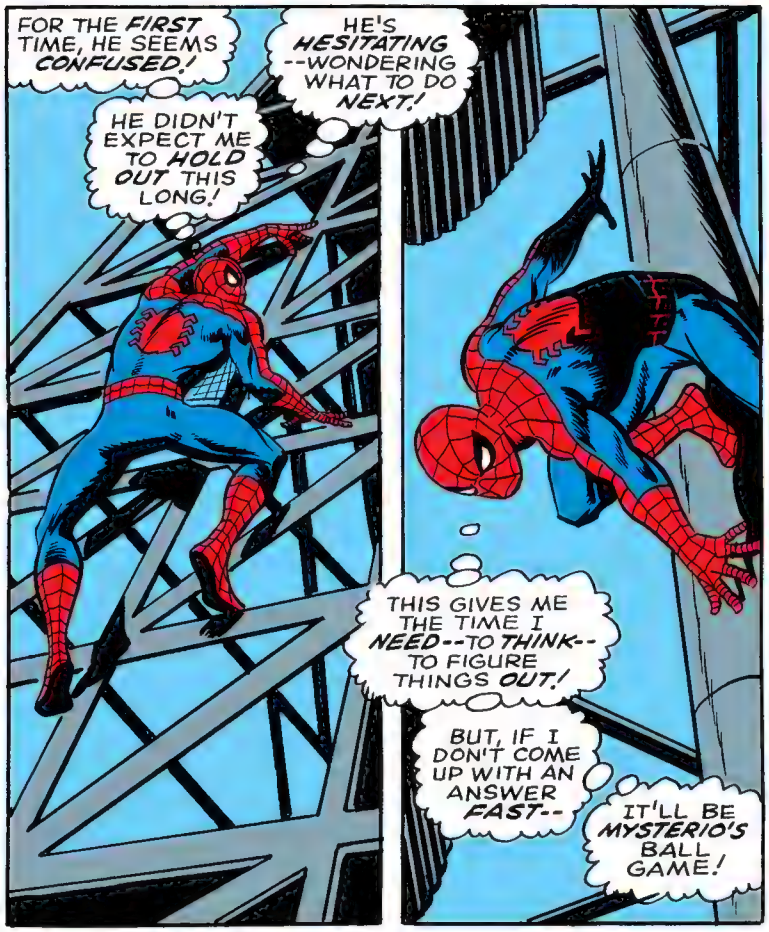

BUT--I'M NO BETTER OFF!
I'VE SURFACED IN SOME SORT OF HOUSE OF HORRORS!
EVEN IN THE DARK, I CAN SENSE THE BLADE SWOOPING TOWARDS ME!
BUT, UNLIKE THE USUAL AMUSEMENT PARK--
ALL THE SCARY GIMMICKS HERE-- ARE ACTUALLY FOR REAL!
I THREW MYSELF BACK--OUT OF THE WAY-- JUST IN TIME!
BUT I CAN'T KEEP TRYING TO DODGE THAT THING!
I'VE GOT A BETTER IDEA--!
THERE'S NO WAY FOR IT TO NAIL ME-- IF I'M HOLDING ON!
I'LL LET ITS SWING LIFT ME OUT OF HERE--
AND THEN-- TAKE OFF!
STILL THERE, MYSTERIO?
I HOPE SO-- 'CAUSE I'M STILL GONNA WHITTLE YOU DOWN TO SIZE!
11


YOU EXPECT TO SAVE YOURSELF BY LETTING MY BLADE HURL YOU ONTO THAT WALL?
I DIDN'T THINK YOU WERE SO NAIVE!
HE'S STILL WATCHING--AS I KNEW HE'D BE!
HE HASN'T ALLOWED ME A SECOND TO STOP--TO THINK!
WHY? WHY DOES HE THROW THINGS AT ME SO FAST?
IT'S ALMOST AS THOUGH HE'S AFRAID TO GIVE ME A BREATHING SPELL!
NOW--IF I CAN ONLY LEARN THE REASON WHY!
PLANNING TO LEAVE MY TUNNEL OF FEAR SO SOON?
SURELY YOU DON'T WANT ME TO THINK YOU DON'T APPRECIATE MY HOSPITALITY?
THERE HE IS!
HE'S AS HUGE AS EVER! TO HIM, THIS MUST BE LIKE AN ANT HILL!
--AND I'M JUST A CAPTIVE SPIDER!
DON'T WORRY, LITTLE ONE!
THE ENTERTAINMENT IS NOT YET OVER!
12

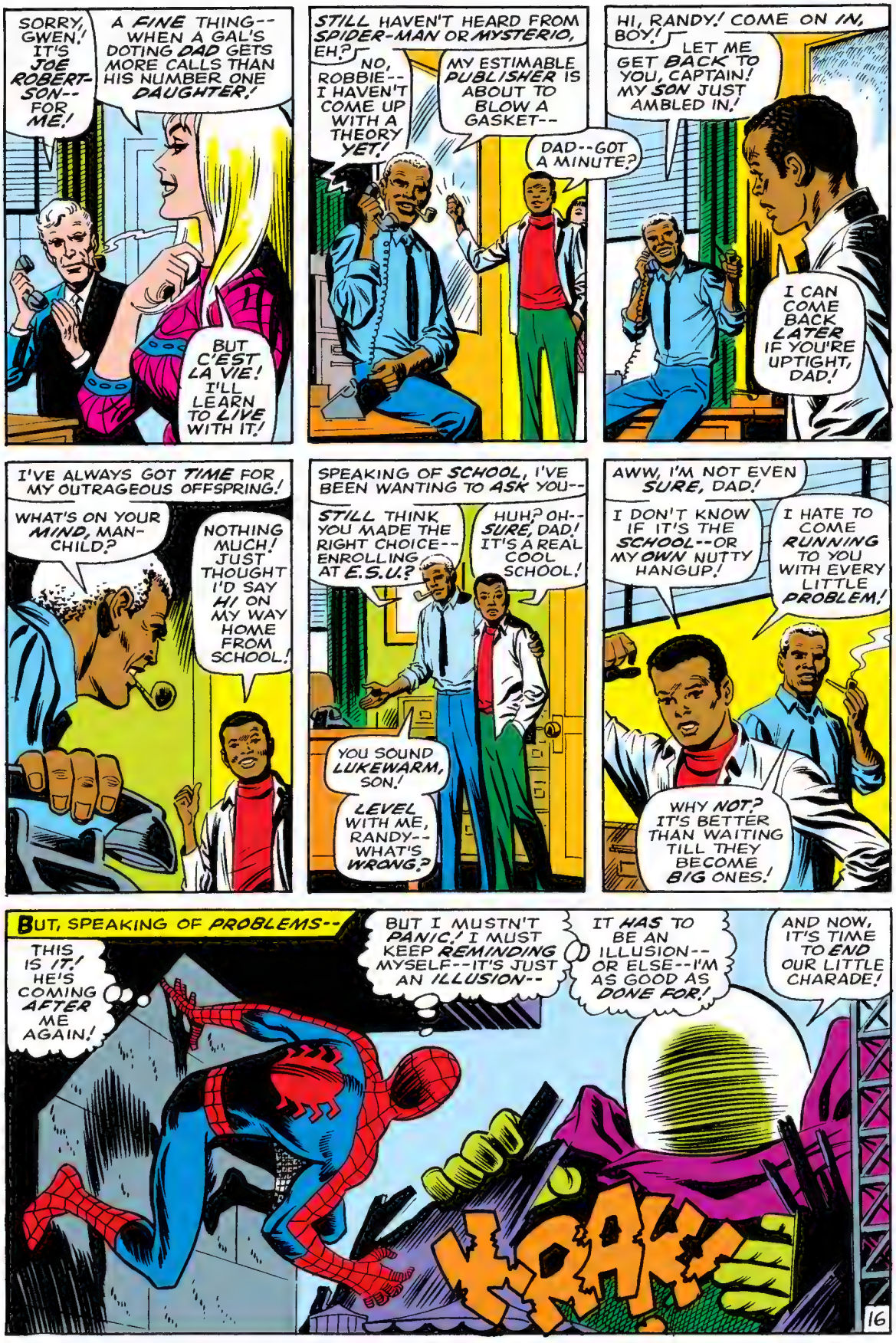

I THOUGHT YOU'D HAVE CRACKED BY NOW!
BUT, NO MATTER! MYSTERIO CAN AFFORD TO WAIT!
I--THOUGHT THESE WATER SERPENTS-- WERE JUST FOR SHOW!
SEALING HIS JAWS SHUT IS AN IDLE GESTURE, SPIDER-MAN--
--CONSIDERING THAT HIS SERPENTINE ARMS ARE ALL HE NEEDS!
HE--ISN'T REAL! HE CAN'T BE!
HE'S ANOTHER OF-- MYSTERIO'S TRICKS! AND YET-- I CAN'T-- BREATHE--!
REAL--OR NOT --IF I DON'T-- BREAK HIS HOLD--I'M DONE FOR!
13

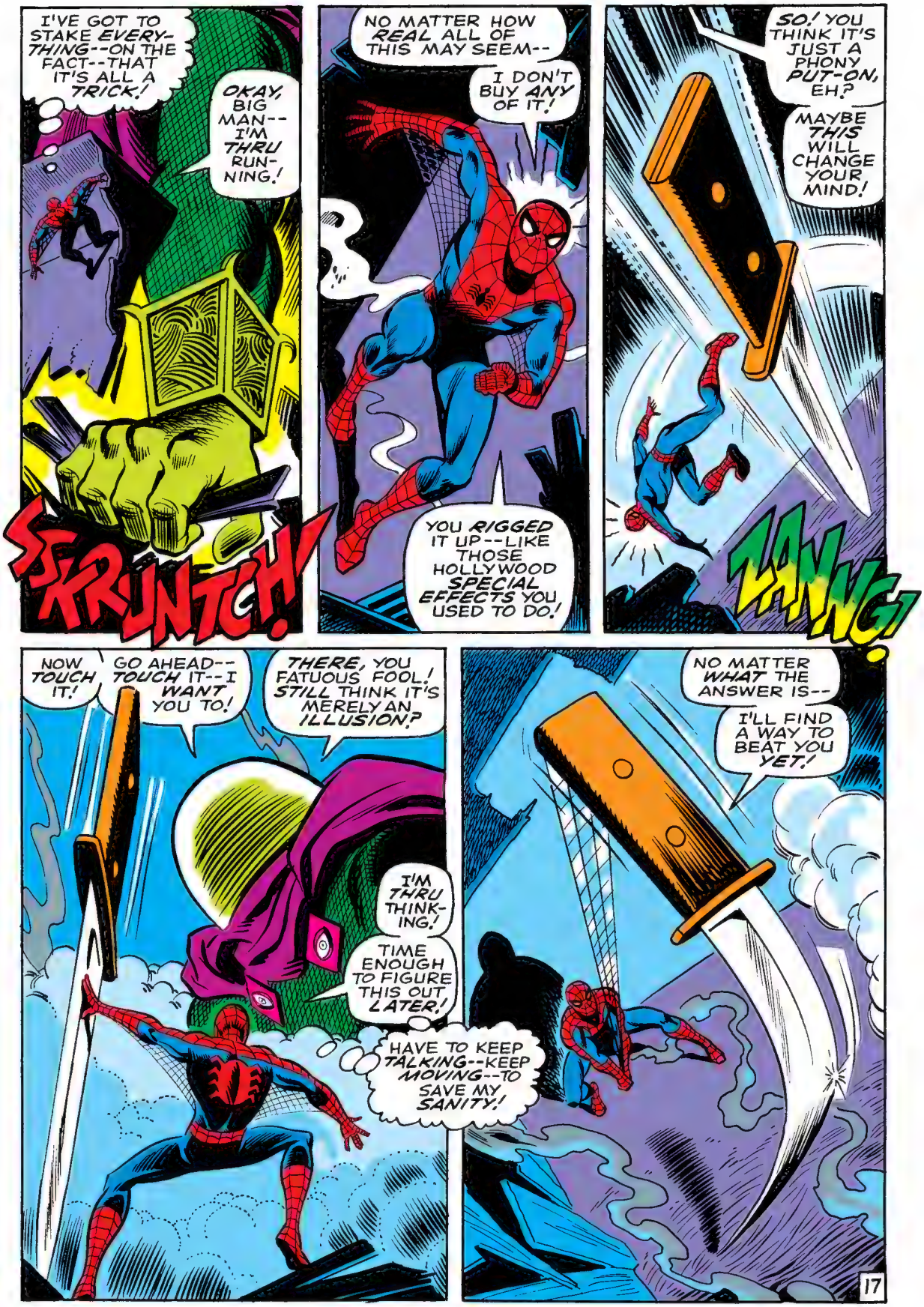

NO MATTER HOW SMALL I AM--
NO MATTER HOW HOPELESS EVERY-THING SEEMS--
I MUSTN'T GIVE UP!
MY SIZE DOESN'T MATTER!
NO ONE CAN WIN--EVERY BATTLE--
BUT--NO MAN SHOULD FALL--WITHOUT A STRUGGLE!
EVEN MY LIFE DOESN'T MATTER!
I DID IT!! I'M FREE!
BUT--FREE TO GO WHERE? TO DO WHAT?
MYSTERIO'S HAND--REACHING TOWARDS ME AGAIN!
HE'S STILL DETERMINED TO KEEP ME ON THE RUN--
WHY WON'T HE GIVE ME A BREATHER?
I'VE GOT TO FIND OUT!

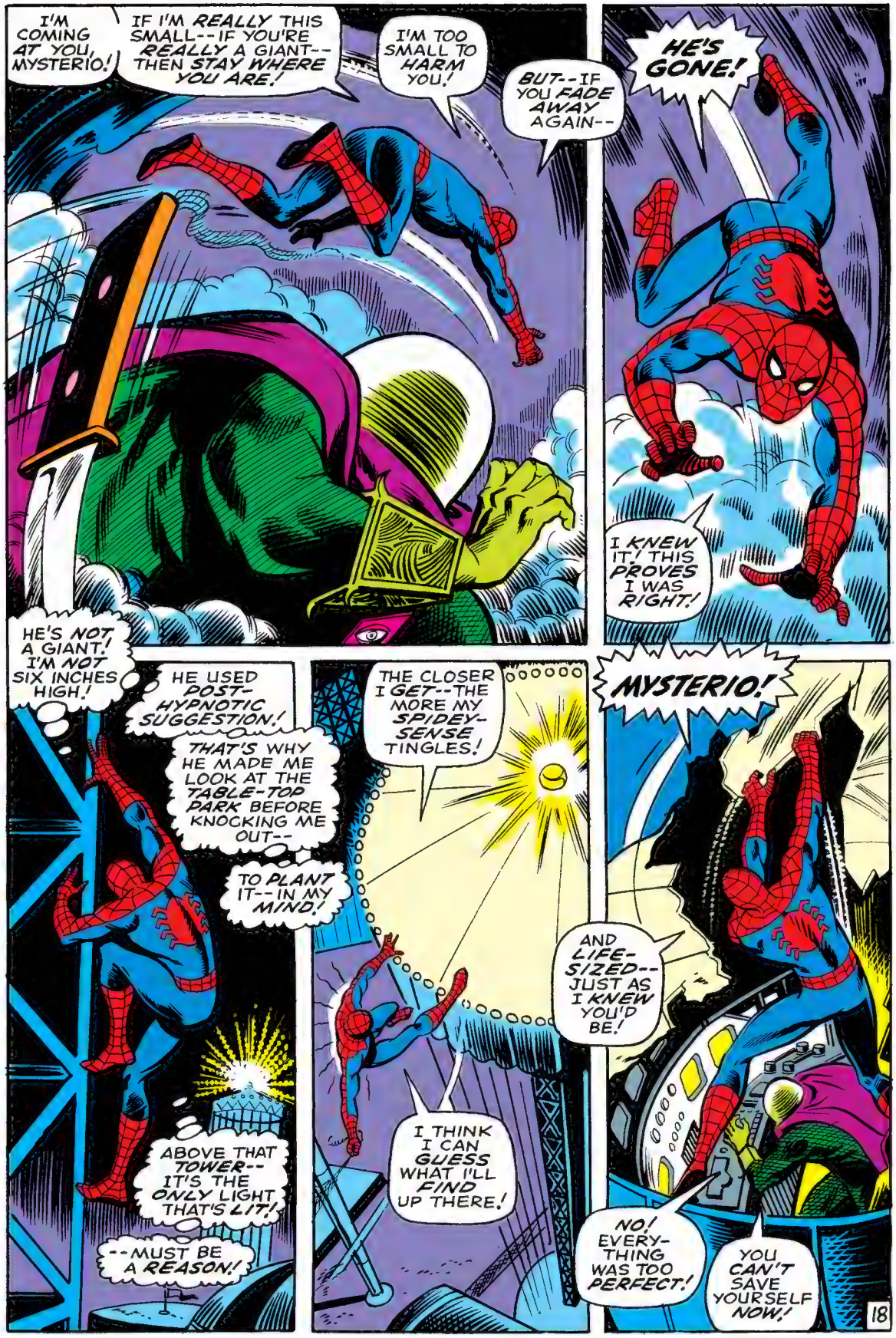

HASN'T THE AWESOME REALIZATION YET DAWNED UPON YOU--?
AREN'T YOU AWARE HOW HOPELESS YOUR POSITION IS?
CAN'T YOU SEE YOU WERE DOOMED RIGHT FROM THE START?
I'VE REDUCED YOU TO A HUMAN FLY-SPECK--MADE YOU THE WEAKEST OF ALL LIVING MEN!
WHY DON'T YOU CRACK?
WHY DON'T YOU BEG FOR MERCY?
HOW? WHO EVER HEARD OF A TALKING FLY-SPECK?

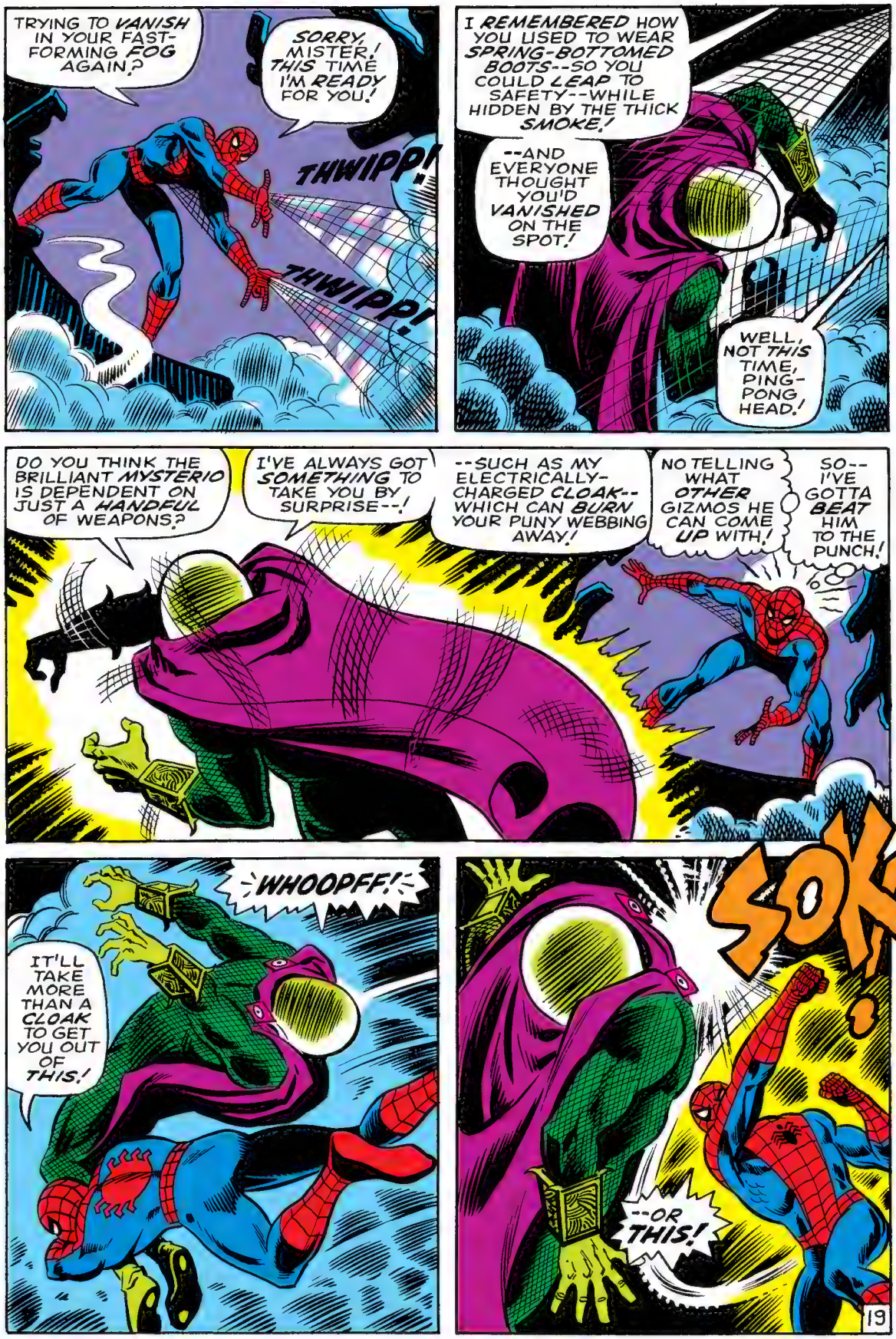

FOR THE FIRST TIME, HE SEEMS CONFUSED!
HE'S HESITATING --WONDERING WHAT TO DO NEXT!
HE DIDN'T EXPECT ME TO HOLD OUT THIS LONG!
THIS GIVES ME THE TIME I NEED--TO THINK-- TO FIGURE THINGS OUT!
BUT, IF I DON'T COME UP WITH AN ANSWER FAST--
IT'LL BE MYSTERIO'S BALL GAME!

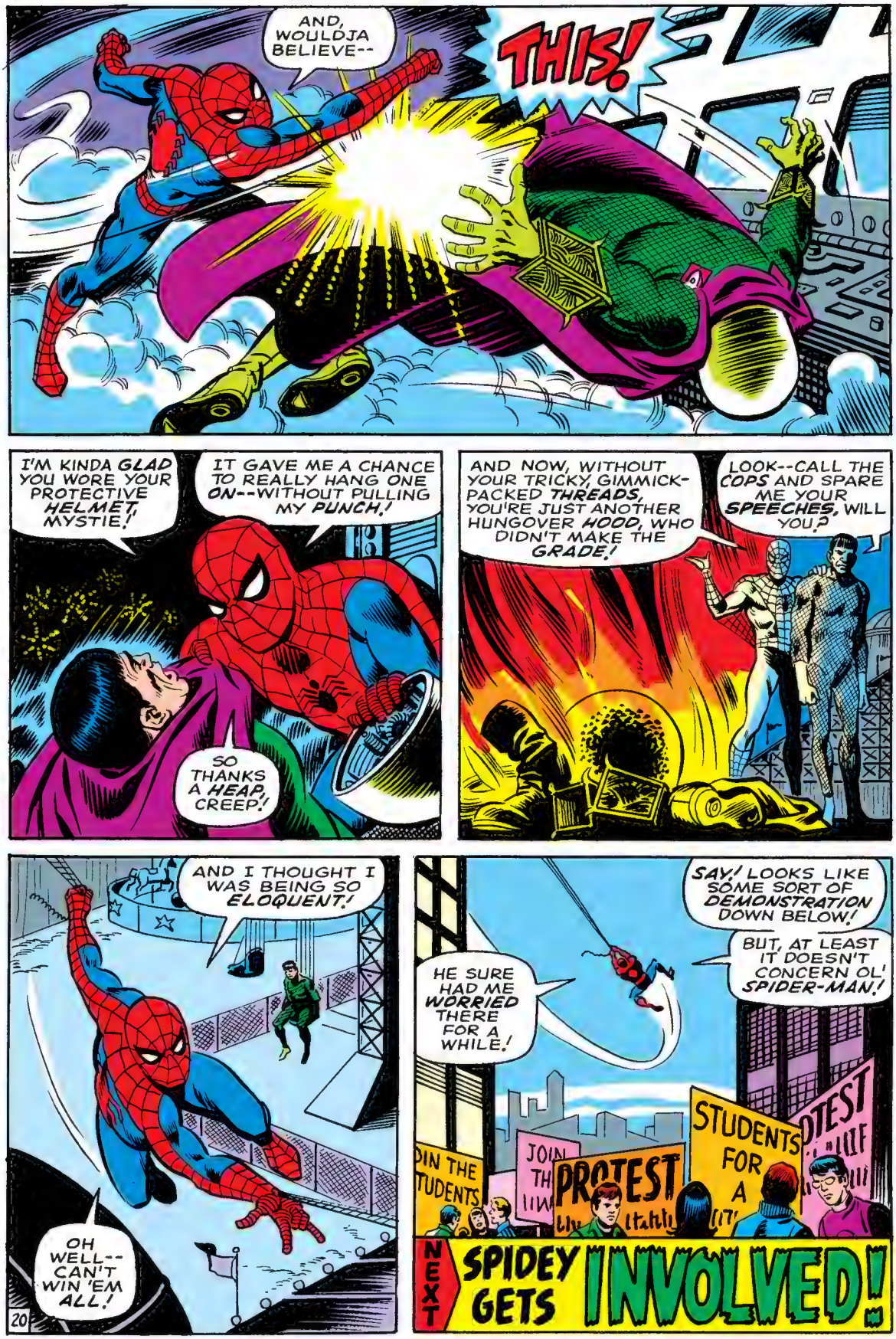
AT THAT MOMENT, A TELE-PHONE RINGS AS WE CHANGE OUR SCENE ONCE MORE--
IS IT PETER, DAD?
I'VE BEEN WAITING FOR HIS CALL!
I WON'T KNOW TILL I PICK IT UP, DEAR--!


SORRY, GWEN! IT'S JOE ROBERTSON-- FOR ME!
A FINE THING-- WHEN A GAL'S DOTING DAD GETS MORE CALLS THAN HIS NUMBER ONE DAUGHTER!
BUT C'EST LA VIE! I'LL LEARN TO LIVE WITH IT!
STILL HAVEN'T HEARD FROM SPIDER-MAN OR MYSTERIO, EH?
NO, ROBBIE-- I HAVEN'T COME UP WITH A THEORY YET!
MY ESTIMABLE PUBLISHER IS ABOUT TO BLOW A GASKET--
DAD--GOT A MINUTE?
HI, RANDY! COME ON IN, BOY!
LET ME GET BACK TO YOU, CAPTAIN! MY SON JUST AMBLED IN!
I CAN COME BACK LATER IF YOU'RE UPTIGHT, DAD!
I'VE ALWAYS GOT TIME FOR MY OUTRAGEOUS OFFSPRING!
WHAT'S ON YOUR MIND, MAN-CHILD?
NOTHING MUCH! JUST THOUGHT I'D SAY HI ON MY WAY HOME FROM SCHOOL!
SPEAKING OF SCHOOL, I'VE BEEN WANTING TO ASK YOU--
STILL THINK YOU MADE THE RIGHT CHOICE-- ENROLLING AT E.S.U.?
HUH? OH-- SURE, DAD! IT'S A REAL COOL SCHOOL!
YOU SOUND LUKEWARM, SON!
LEVEL WITH ME, RANDY-- WHAT'S WRONG?
AWW, I'M NOT EVEN SURE, DAD!
I DON'T KNOW IF IT'S THE SCHOOL--OR MY OWN NUTTY HANGUP!
I HATE TO COME RUNNING TO YOU WITH EVERY LITTLE PROBLEM!
WHY NOT? IT'S BETTER THAN WAITING TILL THEY BECOME BIG ONES!
BUT, SPEAKING OF PROBLEMS--
THIS IS IT! HE'S COMING AFTER ME AGAIN!
BUT I MUSTN'T PANIC! I MUST KEEP REMINDING MYSELF--IT'S JUST AN ILLUSION--
IT HAS TO BE AN ILLUSION-- OR ELSE--I'M AS GOOD AS DONE FOR!
AND NOW, IT'S TIME TO END OUR LITTLE CHARADE!
KRAK!
16

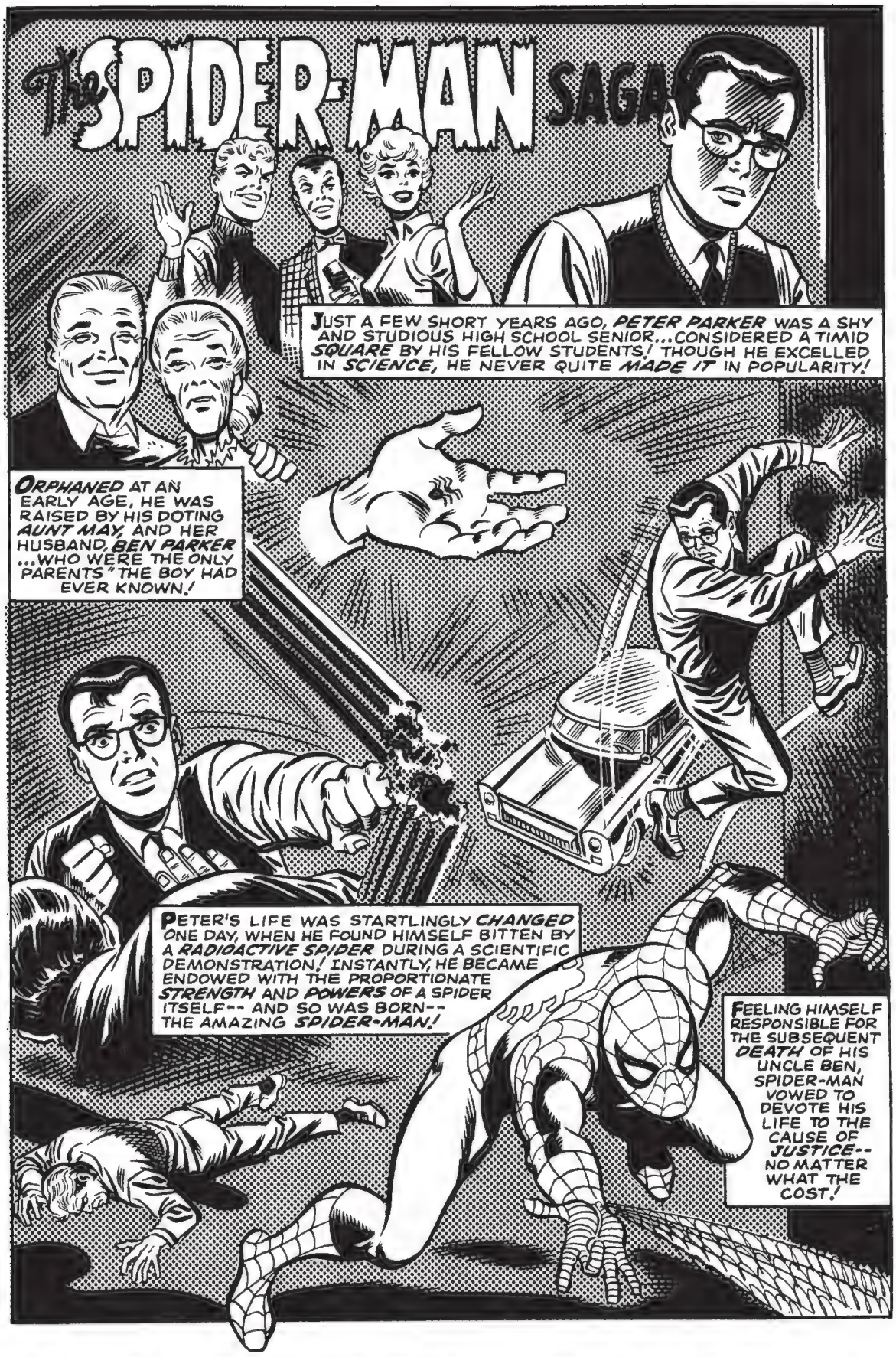

I'VE GOT TO STAKE EVERY-THING--ON THE FACT--THAT IT'S ALL A TRICK!
OKAY, BIG MAN--I'M THRU RUN-NING!
SKRUNCH!
NO MATTER HOW REAL ALL OF THIS MAY SEEM--
I DON'T BUY ANY OF IT!
YOU RIGGED IT UP--LIKE THOSE HOLLYWOOD SPECIAL EFFECTS YOU USED TO DO!
SO! YOU THINK IT'S JUST A PHONY PUT-ON, EH?
MAYBE THIS WILL CHANGE YOUR MIND!
ZANG!
NOW TOUCH IT!
GO AHEAD--TOUCH IT--I WANT YOU TO!
THERE, YOU FATUOUS FOOL! STILL THINK IT'S MERELY AN ILLUSION?
I'M THRU THINK-ING!
TIME ENOUGH TO FIGURE THIS OUT LATER!
HAVE TO KEEP TALKING--KEEP MOVING--TO SAVE MY SANITY!
NO MATTER WHAT THE ANSWER IS--
I'LL FIND A WAY TO BEAT YOU YET!


I'M COMING AT YOU, MYSTERIO!
IF I'M REALLY THIS SMALL--IF YOU'RE REALLY A GIANT--THEN STAY WHERE YOU ARE!
I'M TOO SMALL TO HARM YOU!
BUT--IF YOU FADE AWAY AGAIN--
HE'S GONE!
I KNEW IT! THIS PROVES I WAS RIGHT!
HE'S NOT A GIANT! I'M NOT SIX INCHES HIGH!
HE USED POST-HYPNOTIC SUGGESTION!
THAT'S WHY HE MADE ME LOOK AT THE TABLE-TOP PARK BEFORE KNOCKING ME OUT--
TO PLANT IT--IN MY MIND!
ABOVE THAT TOWER--IT'S THE ONLY LIGHT THAT'S LIT!
--MUST BE A REASON!
THE CLOSER I GET--THE MORE MY SPIDEY-SENSE TINGLES!
I THINK I CAN GUESS WHAT I'LL FIND UP THERE!
MYSTERIO!
AND LIFE-SIZED--JUST AS I KNEW YOU'D BE!
NO! EVERY-THING WAS TOO PERFECT!
YOU CAN'T SAVE YOURSELF NOW!


TRYING TO VANISH IN YOUR FAST-FORMING FOG AGAIN?
SORRY, MISTER! THIS TIME I'M READY FOR YOU!
THWIPP!
THWIPP!
I REMEMBERED HOW YOU USED TO WEAR SPRING-BOTTOMED BOOTS--SO YOU COULD LEAP TO SAFETY--WHILE HIDDEN BY THE THICK SMOKE!
--AND EVERYONE THOUGHT YOU'D VANISHED ON THE SPOT!
WELL, NOT THIS TIME, PING-PONG, HEAD!
DO YOU THINK THE BRILLIANT MYSTERIO IS DEPENDENT ON JUST A HANDFUL OF WEAPONS?
I'VE ALWAYS GOT SOMETHING TO TAKE YOU BY SURPRISE--!
--SUCH AS MY ELECTRICALLY-CHARGED CLOAK--WHICH CAN BURN YOUR PUNY WEBBING AWAY!
NO TELLING WHAT OTHER GIZMOS HE CAN COME UP WITH!
SO--I'VE GOTTA BEAT HIM TO THE PUNCH!
WHOOPFF!
IT'LL TAKE MORE THAN A CLOAK TO GET YOU OUT OF THIS!
SOK!
--OR THIS!
19


AND, WOULDJA BELIEVE--
THIS!
I'M KINDA GLAD YOU WORE YOUR PROTECTIVE HELMET, MYSTIE!
IT GAVE ME A CHANCE TO REALLY HANG ONE ON--WITHOUT PULLING MY PUNCH!
SO THANKS A HEAP, CREEP!
AND NOW, WITHOUT YOUR TRICKY, GIMMICK-PACKED THREADS, YOU'RE JUST ANOTHER HUNGOVER HOOD, WHO DIDN'T MAKE THE GRADE!
LOOK--CALL THE COPS AND SPARE ME YOUR SPEECHES, WILL YOU?
AND I THOUGHT I WAS BEING SO ELOQUENT!
OH WELL-- CAN'T WIN 'EM ALL!
20
HE SURE HAD ME WORRIED THERE FOR A WHILE!
SAY! LOOKS LIKE SOME SORT OF DEMONSTRATION DOWN BELOW!
BUT, AT LEAST IT DOESN'T CONCERN OL' SPIDER-MAN!
PROTEST
STUDENTS FOR A
NEXT SPIDEY GETS INVOLVED!

NOW IN FULL COLOR!
THE SPECTACULAR SPIDER-MAN
35c
NOV.
40c IN CAN
IND
APPROVED BY THE COMICS CODE AUTHORITY
ROMITA


The SPIDER-MAN SAGA
JUST A FEW SHORT YEARS AGO, PETER PARKER WAS A SHY AND STUDIOUS HIGH SCHOOL SENIOR...CONSIDERED A TIMID SQUARE BY HIS FELLOW STUDENTS! THOUGH HE EXCELLED IN SCIENCE, HE NEVER QUITE MADE IT IN POPULARITY!
ORPHANED AT AN EARLY AGE, HE WAS RAISED BY HIS DOTING AUNT MAY, AND HER HUSBAND, BEN PARKER ...WHO WERE THE ONLY PARENTS "THE BOY HAD EVER KNOWN!
PETER'S LIFE WAS STARTLINGLY CHANGED ONE DAY, WHEN HE FOUND HIMSELF BITTEN BY A RADIOACTIVE SPIDER DURING A SCIENTIFIC DEMONSTRATION! INSTANTLY, HE BECAME ENDOWED WITH THE PROPORTIONATE STRENGTH AND POWERS OF A SPIDER ITSELF-- AND SO WAS BORN-- THE AMAZING SPIDER-MAN!
FEELING HIMSELF RESPONSIBLE FOR THE SUBSEQUENT DEATH OF HIS UNCLE BEN, SPIDER-MAN VOWED TO DEVOTE HIS LIFE TO THE CAUSE OF JUSTICE-- NO MATTER WHAT THE COST!

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THE GOBLIN LIVES!

SCRIPT: STAN (THE MAN) LEE

ILLUSTRATION: JOHNNY (RING-A-DING) ROMITA | JIMMY (MAD MAN) MOONEY

LETTERING: "SWINGING" SAMMY ROSEN

IN A DIMLY-LIT ROOM, AT NEW YORK'S EXCLUSIVE *EXECUTIVE CLUB*, WE FIND CAPT. GEORGE STACY, N.Y.P.D., RET., CONDUCTING A SPECIAL SEMINAR IN *THE HISTORY OF SUPER-VILLAINS*, FOR THE ENLIGHTENMENT OF HIS FELLOW CLUB MEMBERS.

AND, WE SEEM TO HAVE JOINED THEM AT A MOST *PROPITIOUS* MOMENT...

THE *PICTURE* YOU ARE WITNESSING IS ONE OF THE MOST FAMOUS EXAMPLES OF TWO *SUPER-POWERED FOES* IN DEADLY COMBAT!

CRIMINOLOGISTS THRUOUT THE WORLD *STILL* STUDY THIS EPIC BATTLE BETWEEN A DESPERATE *SPIDER-MAN* AND...THE *GREEN GOBLIN!*

I DON'T *LIKE* IT! MR. OSBORN LOOKS *UPSET!*

I WISH HE HADN'T INVITED HARRY AND ME TO BE HIS *GUESTS* TODAY!

...AND *MOST* OF ALL, I WISH *HE* HIMSELF HADN'T COME!

DAD...YOU'RE *PERSPIRING!*

IS IT TOO *WARM* HERE FOR YOU?

I DON'T *KNOW*, HARRY...

I JUST DON'T *FEEL* WELL!

GREAT PICTURES, AREN'T THEY, JAMESON?

BAH! I'D LIKE THEM *BETTER* IF I DIDN'T KNOW HOW IT *ENDS*.

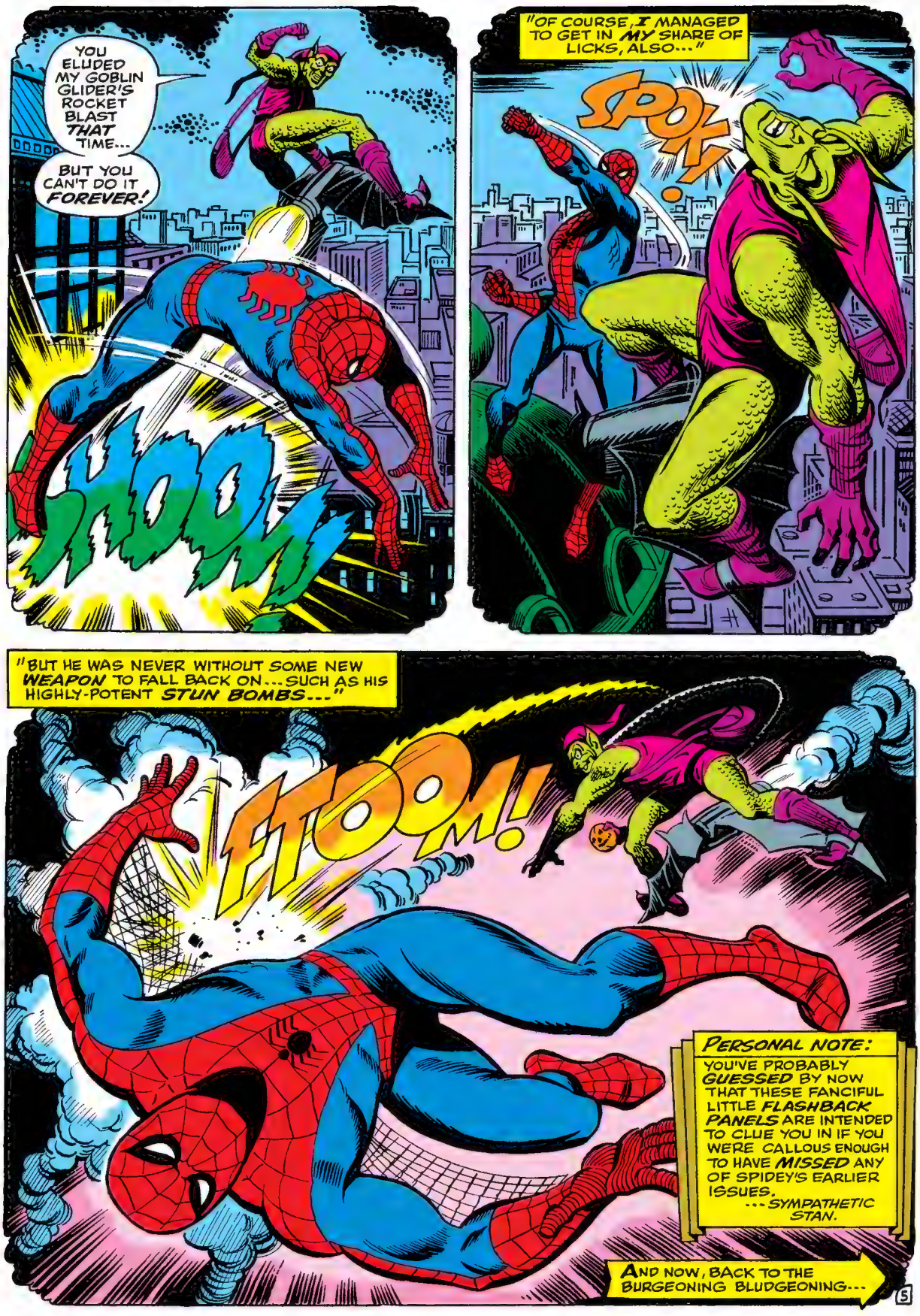
THAT BLASTED *WEB-SLINGER* SHOULD HAVE BEEN *KILLED*... JUST LIKE THE *GOBLIN* WAS.

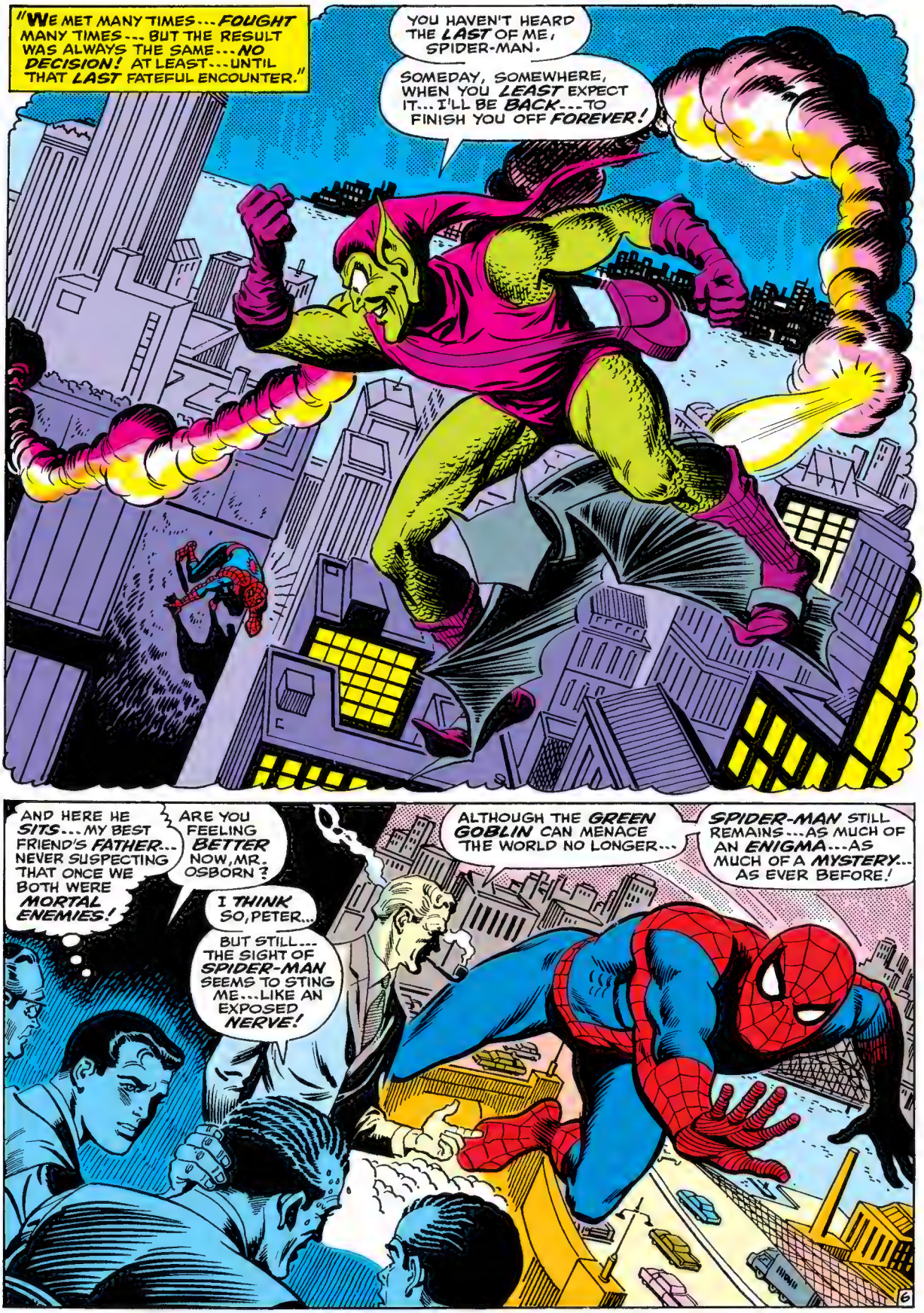
HOW ABOUT KEEPING IT DOWN TO A *BELLOW*, JONAH?

YOU CAN LECTURE WHEN STACY IS *FINISHED*.

TO THIS VERY DAY, THE GOBLIN'S TRUE IDENTITY IS STILL A MYSTERY.
ALL WE ARE SURE OF IS THE FACT THAT HE PERISHED IN A FIRE AT THE OSBORN CHEMICAL PLANT.
...THE PLANT OWNED BY OUR FELLOW MEMBER, NORMAN OSBORN, WHO WAS CITED BY THE POLICE FOR HEROISM DURING THAT CRISIS.
DAD, PERHAPS WE OUGHT TO LEAVE..?
IF THERE'S ANYTHING I CAN DO..?
NO. I'LL BE ALL RIGHT.
FORGET IT. I'M OKAY.
THIS SEEMS TO HAPPEN TO ME...EVERY TIME I HEAR THE GOBLIN MENTIONED.
I DON'T KNOW WHY! HE'S DEAD NOW! HE CAN'T RETURN! HE CAN NEVER MENACE ANYONE AGAIN.
ONLY I KNOW THE REAL REASON... BUT I DON'T DARE EVER TELL HIM!
YET, I LIVE IN CONSTANT FEAR...HOPING THAT HIS MEMORY OF THAT FATEFUL DAY WILL NEVER RETURN.
THE BLOW HE RECEIVED...DURING THAT FINAL BATTLE ...GAVE HIM A CASE OF LIMITED AMNESIA!
BUT, I DREAD WHAT WOULD HAPPEN...IF HE EVER AGAIN REMEMBERS!
IT'S THOSE PICTURES OF THE GOBLIN... THEY'RE AFFECTING HIM... STIRRING UP IMAGES OF THE FORGOTTEN PAST.
WHY DO I FEEL THIS COLD SWEAT WHENEVER I SEE... WHENEVER I EVEN THINK OF... THE GREEN GOBLIN?
IT BRINGS BACK MEMORIES, DAD... MEMORIES OF THE FIRE.
IF ONLY I COULD GET HIM TO LEAVE... BEFORE IT'S TOO LATE!
THAT'S ALL IT IS.
IF ONLY HARRY WAS RIGHT. IF ONLY THAT WAS "ALL IT IS".
BUT, WHY SHOULD ANY-ONE SUSPECT THAT THE GOBLIN STILL LIVES..?
...WHEN EVEN THE GOBLIN HIMSELF CAN'T REMEMBER THAT HE'S REALLY...
NORMAN OSBORN!
3

"I'LL NEVER FORGET OUR VERY FIRST ENCOUNTER--- BEFORE I BECAME AWARE HOW DANGEROUS HE'D BE."
"HE SEEMED UTTERLY WITHOUT FEAR...AND I SOON LEARNED THE REASON WHY.."
"HE WAS ARMED WITH SIMPLE BUT HIGHLY-LETHAL WEAPONS--- WHICH HE USED WITH UNCANNY ACCURACY---"
MY LITTLE FLYING MISSILE CAN SLICE THRU YOUR WEBBING WITH EASE.
AND HE KIDS ME NOT!
"IT TOOK EVERY BIT OF WEB-SLINGING SKILL I POSSESSED TO KEEP UP WITH HIM."
YOU SEEM TO HAVE A DEATH WISH, MY FRIEND!
AND I'LL DO MY BEST TO FUL-FILL IT!
FACE IT, SPIDEY! HE'S FAR MORE THAN A CRAZY, COSTUMED NUT.
YOU'VE GOT A FIGHT ON YOUR HANDS.
4

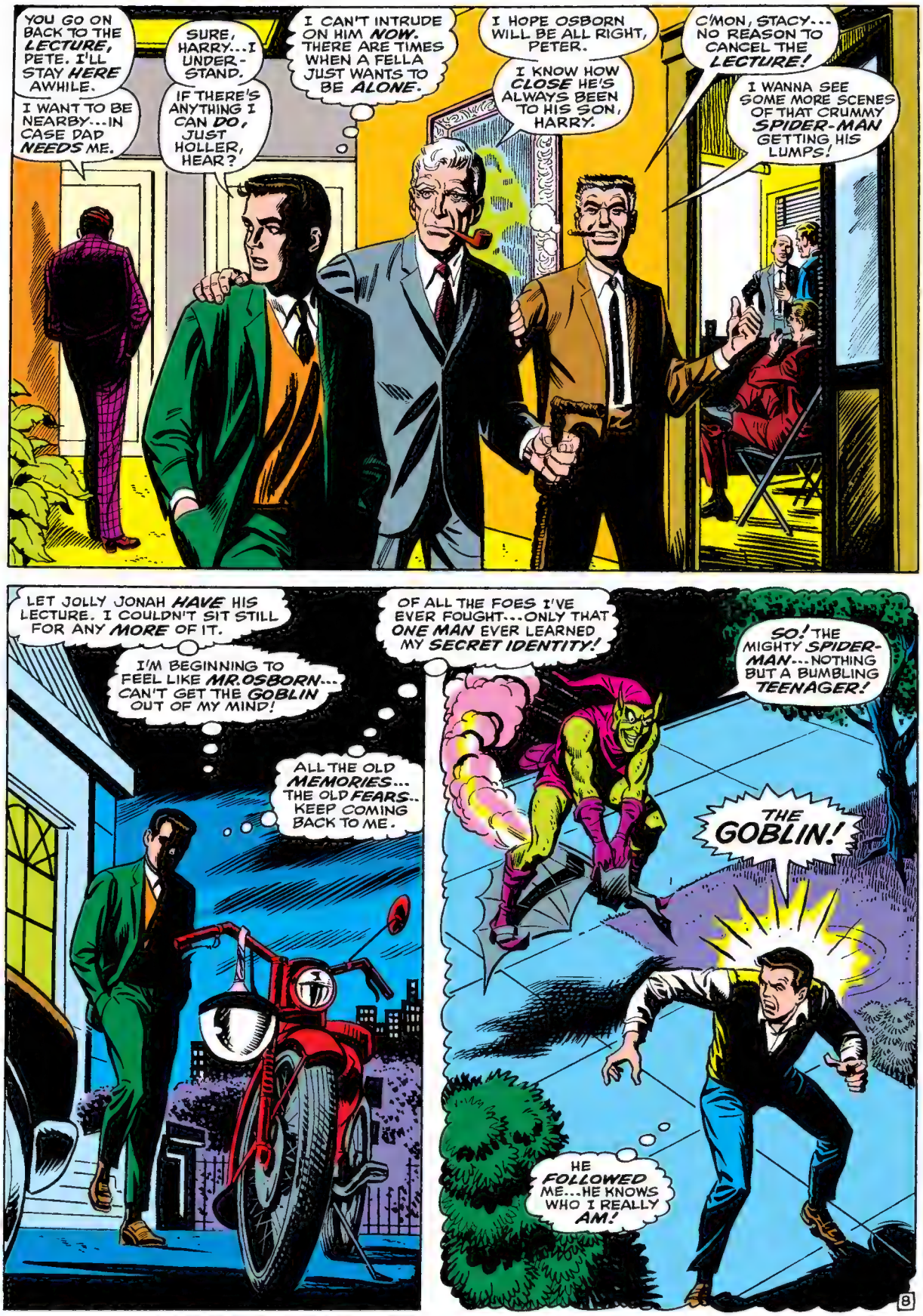

YOU ELUDED MY GOBLIN GLIDER'S ROCKET BLAST THAT TIME...
BUT YOU CAN'T DO IT FOREVER!
THOK!
"OF COURSE, I MANAGED TO GET IN MY SHARE OF LICKS, ALSO..."
SPOK!
"BUT HE WAS NEVER WITHOUT SOME NEW WEAPON TO FALL BACK ON... SUCH AS HIS HIGHLY-POTENT STUN BOMBS..."
FTOOM!
PERSONAL NOTE:
YOU'VE PROBABLY GUESSED BY NOW THAT THESE FANCIFUL LITTLE FLASHBACK PANELS ARE INTENDED TO CLUE YOU IN IF YOU WERE CALLOUS ENOUGH TO HAVE MISSED ANY OF SPIDEY'S EARLIER ISSUES.
--- SYMPATHETIC STAN.
AND NOW, BACK TO THE BURGEONING BLUDGEONING...
5

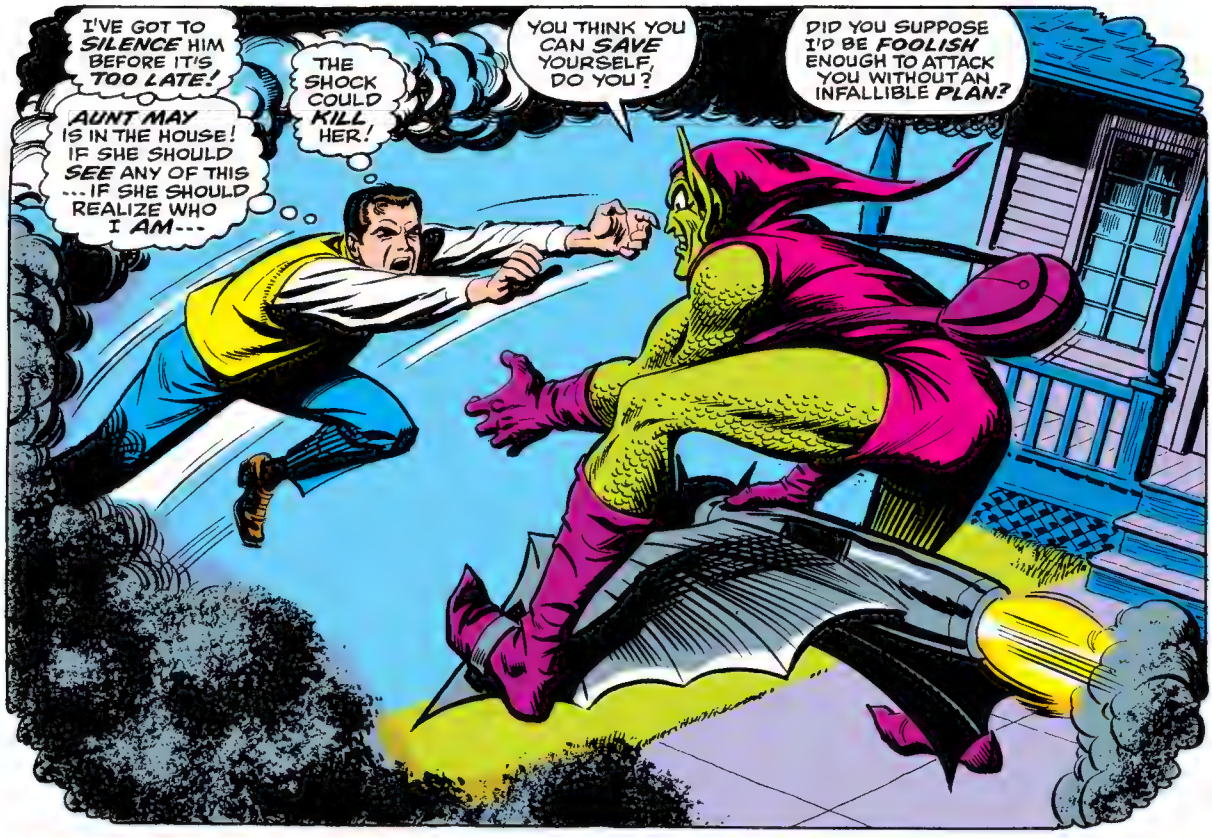

"WE MET MANY TIMES... FOUGHT MANY TIMES... BUT THE RESULT WAS ALWAYS THE SAME... NO DECISION! AT LEAST... UNTIL THAT LAST FATEFUL ENCOUNTER."
YOU HAVEN'T HEARD THE LAST OF ME, SPIDER-MAN.
SOMEDAY, SOMEWHERE, WHEN YOU LEAST EXPECT IT... I'LL BE BACK... TO FINISH YOU OFF FOREVER!
AND HERE HE SITS... MY BEST FRIEND'S FATHER... NEVER SUSPECTING THAT ONCE WE BOTH WERE MORTAL ENEMIES!
ARE YOU FEELING BETTER NOW, MR. OSBORN?
I THINK SO, PETER...
BUT STILL... THE SIGHT OF SPIDER-MAN SEEMS TO STING ME... LIKE AN EXPOSED NERVE!
ALTHOUGH THE GREEN GOBLIN CAN MENACE THE WORLD NO LONGER...
SPIDER-MAN STILL REMAINS... AS MUCH OF AN ENIGMA... AS MUCH OF A MYSTERY... AS EVER BEFORE!
6

THERE'S NO DOUBT ABOUT IT...THE CONSTANT EXPOSURE TO SCENES OF THE PAST---IS AFFECTING HIM!
AND I'M MORE HELPLESS THAN I'VE EVER BEEN BEFORE.
THERE'S NOTHING I CAN DO ABOUT IT!
DAD! WHERE ARE YOU GOING? WAIT..!
SPIDER-MAN! THE GOBLIN! BATTLING AGAIN... RIGHT THERE---BEFORE OUR EYES...OVER AND OVER AGAIN!
I CAN'T TAKE ANY MORE!
MY BRAIN KEEPS THROBBING --ACHING-- POUNDING IN MY SKULL--!
OSBORN! WHAT'S WRONG? WHAT IS IT?
MY HEAD FEELS AS THOUGH IT'S ON FIRE!

I'VE GOT TO GET OUT... GOT TO GET AWAY FROM...
DAD!
SOMEONE GET A DOCTOR...
HE'S COLLAPSING!
OOOOOOH HHHH

THEN, A FEW FRANTIC MOMENTS LATER...
IF YOU ASK ME, OSBORN'S BEEN WORKING TOO HARD.
HE NEEDS A GOOD VACATION.
I THINK IT'S MORE THAN THAT, JAMESON.
HE SHOULD SEEK PSYCHIATRIC HELP!
BALDERDASH! YOU'D NEVER GET ME TO A HEAD-SHRINKER!
TOO BAD.
WHAT'S THAT?
NOTHING.
HARRY ---HOW IS HE? WHAT DID THE DOCTOR SAY?
HE GAVE HIM A SEDATIVE! DAD'S RESTING NOW.
THE DOC DOESN'T KNOW WHAT TO MAKE OF IT.
HIS MEMORY MUSTN'T RETURN! IT MUSTN'T!


YOU GO ON BACK TO THE LECTURE, PETE. I'LL STAY HERE AWHILE.
I WANT TO BE NEARBY...IN CASE DAD NEEDS ME.
SURE, HARRY...I UNDER-STAND.
IF THERE'S ANYTHING I CAN DO, JUST HOLLER, HEAR?
I CAN'T INTRUDE ON HIM NOW. THERE ARE TIMES WHEN A FELLA JUST WANTS TO BE ALONE.
I HOPE OSBORN WILL BE ALL RIGHT, PETER.
I KNOW HOW CLOSE HE'S ALWAYS BEEN TO HIS SON, HARRY.
C'MON, STACY... NO REASON TO CANCEL THE LECTURE!
I WANNA SEE SOME MORE SCENES OF THAT CRUMMY SPIDER-MAN GETTING HIS LUMPS!
LET JOLLY JONAH HAVE HIS LECTURE. I COULDN'T SIT STILL FOR ANY MORE OF IT.
I'M BEGINNING TO FEEL LIKE MR. OSBORN... CAN'T GET THE GOBLIN OUT OF MY MIND!
ALL THE OLD MEMORIES... THE OLD FEARS... KEEP COMING BACK TO ME.
OF ALL THE FOES I'VE EVER FOUGHT...ONLY THAT ONE MAN EVER LEARNED MY SECRET IDENTITY!
SO! THE MIGHTY SPIDER-MAN...NOTHING BUT A BUMBLING TEENAGER!
THE GOBLIN!
HE FOLLOWED ME...HE KNOWS WHO I REALLY AM!


I'VE GOT TO SILENCE HIM BEFORE IT'S TOO LATE!
AUNT MAY IS IN THE HOUSE! IF SHE SHOULD SEE ANY OF THIS ...IF SHE SHOULD REALIZE WHO I AM---
THE SHOCK COULD KILL HER!
YOU THINK YOU CAN SAVE YOURSELF, DO YOU?
DID YOU SUPPOSE I'D BE FOOLISH ENOUGH TO ATTACK YOU WITHOUT AN INFALLIBLE PLAN?

A PLAN... SUCH AS THE POWERFUL GAS I'VE PREPARED FOR YOU...
AGAINST WHICH YOU CAN HAVE NO POSSIBLE DEFENSE!
NO! HE CAN'T BEAT ME... HE CAN'T!
AUNT MAY! WHAT WILL HAPPEN... TO AUNT MAY?

"LUCKILY...AS I LATER LEARNED...THE VERY GAS WHICH DEFEATED ME, ALSO SAVED ME FROM DISCOVERY..."
I THOUGHT I HEARD SOMETHING OUTSIDE.
OH DEAR! I CAN'T SEE A THING THRU ALL THOSE VAPORS!
IT MUST HAVE BEEN MY IMAGI-NATION.

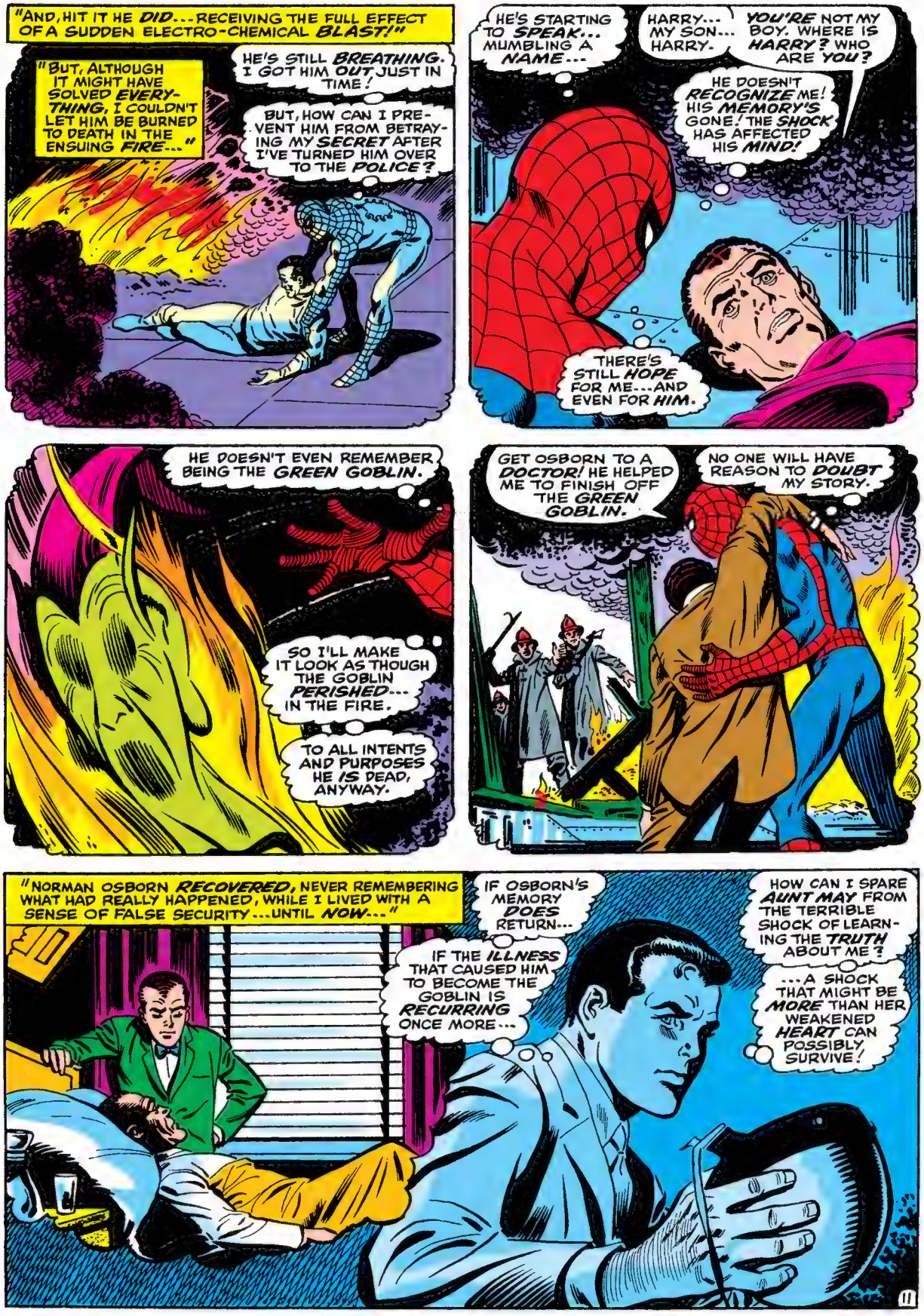
"AS THE GOBLIN MADE ME HIS PRISONER, WE BOTH KNEW THIS WOULD BE OUR FINAL BATTLE..."
YOU'VE ESCAPED ME FOR THE LAST TIME.
THIS IS THE PAY-OFF!

"HE WAS SO SURE I'D NEVER ESCAPE THAT HE GLOATINGLY REVEALED HIS TRUE IDENTITY.."
MR. OSBORN! MY BEST FRIEND'S FATHER!
TAKE A LOOK AT MY FACE, PARKER... A GOOD LONG LOOK!
IT'S THE LAST FACE YOU'LL EVER SEE...IN THIS LIFE!

"BUT, JUST WHEN THINGS SEEMED HOPELESS, I GOT A SECOND LEASE ON LIFE.."
IN HIS MADNESS, HE ALLOWED ME TO BREAK FREE!
HE WANTS TO DEFEAT ME AS SPIDER-MAN!

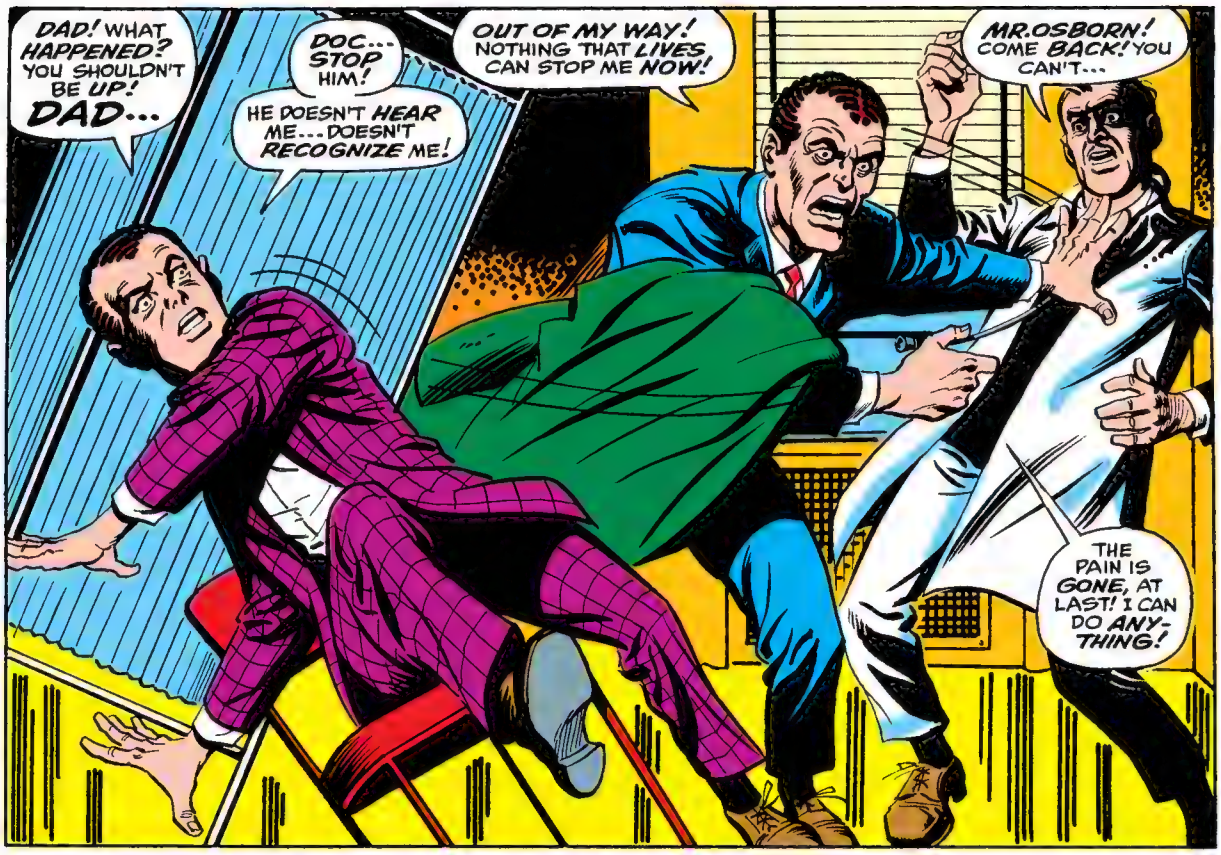
"BUT THAT WAS HIS BIGGEST MISTAKE! FOR HE HAD UNDERESTIMATED MY SPIDER STRENGTH.."
DIDN'T THINK I COULD FLOOR YOU, HUH?
WELL, THAT'S ONLY THE BEGINNING, OSBORN!
THIS IS WHERE WE WRAP IT UP... IN SPADES!
BUT, I'M NOT A MURDERER! I CAN'T JUST KILL HIM IN COLD BLOOD! AND YET...IF I LET HIM LIVE...

HE'S THE ONLY ONE WHO KNOWS WHO I REALLY AM!
HE COULD HOLD THAT OVER ME ...FOREVER!
HE'S FALLING BACK..DROPPING THOSE LIVE WIRES ONTO THE WET FLOOR!
I LOST MY FOOTING!
IF I HIT THE CHEM TANK, I'LL...NO! NO!


"AND, HIT IT HE DID... RECEIVING THE FULL EFFECT OF A SUDDEN ELECTRO-CHEMICAL BLAST!"
"BUT, ALTHOUGH IT MIGHT HAVE SOLVED EVERYTHING, I COULDN'T LET HIM BE BURNED TO DEATH IN THE ENSUING FIRE..."
HE'S STILL BREATHING. I GOT HIM OUT JUST IN TIME!
BUT, HOW CAN I PREVENT HIM FROM BETRAYING MY SECRET AFTER I'VE TURNED HIM OVER TO THE POLICE?
HE'S STARTING TO SPEAK... MUMBLING A NAME...
HARRY... MY SON... HARRY.
YOU'RE NOT MY BOY. WHERE IS HARRY? WHO ARE YOU?
HE DOESN'T RECOGNIZE ME! HIS MEMORY'S GONE! THE SHOCK HAS AFFECTED HIS MIND!
THERE'S STILL HOPE FOR ME...AND EVEN FOR HIM.
HE DOESN'T EVEN REMEMBER BEING THE GREEN GOBLIN.
SO I'LL MAKE IT LOOK AS THOUGH THE GOBLIN PERISHED... IN THE FIRE.
TO ALL INTENTS AND PURPOSES HE IS DEAD, ANYWAY.
GET OSBORN TO A DOCTOR! HE HELPED ME TO FINISH OFF THE GREEN GOBLIN.
NO ONE WILL HAVE REASON TO DOUBT MY STORY.
"NORMAN OSBORN RECOVERED, NEVER REMEMBERING WHAT HAD REALLY HAPPENED, WHILE I LIVED WITH A SENSE OF FALSE SECURITY...UNTIL NOW..."
IF OSBORN'S MEMORY DOES RETURN...
IF THE ILLNESS THAT CAUSED HIM TO BECOME THE GOBLIN IS RECURRING ONCE MORE...
HOW CAN I SPARE AUNT MAY FROM THE TERRIBLE SHOCK OF LEARNING THE TRUTH ABOUT ME?
...A SHOCK THAT MIGHT BE MORE THAN HER WEAKENED HEART CAN POSSIBLY SURVIVE!
11

UNCERTAIN AND UNNERVED, A BROODING PETER PARKER MAKES HIS WAY TO A SMALL SUBURBAN COTTAGE...
AN ERRANT PILGRIM CRAVES SANCTUARY, MADAM.
PETER, DEAR! WHAT A WONDERFUL SURPRISE.
YOU MUST HAVE GUESSED I WAS BAKING AN APPLE PIE.
SAY, I MUST BE AT THE WRONG ADDRESS.
I THOUGHT MY AUNT MAY LIVED HERE... NOT THIS GLAMOROUS, FETCHING FEMALE WHO STANDS BEFORE ME.
TELL ME... DIDN'T I SEE YOU ON THE DATING GAME RECENTLY?
I DECLARE, PETER... YOU'LL HAVE ME BLUSHING LIKE A TEENY-BOOPER!
YOU MEAN "TEENY-BOPPER"!
AND NONE OF THEM CAN BLUSH LIKE YOU.
JUST LIKE I ALWAYS TELL DR. BROMWELL...
A VISIT FROM YOU IS BETTER THAN ALL THE TONIC IN THE WORLD.
YOU MAKE ME FEEL LIKE A REGULAR PUSSYWILLOW.
THAT'S PUSSYCAT, AUNT MAY.
ALL THESE YEARS... SHE'S BEEN LIKE A MOTHER TO ME...
I CAN'T LET HER LEARN MY SECRET! THERE MUST BE SOME WAY TO SPARE HER THE PAIN.
AND YET... IF THE GREEN GOBLIN SHOULD RETURN...
I'M ALMOST AFRAID TO THINK OF IT.
BUT PROBLEMS, ALAS, WILL SELDOM FADE AWAY JUST FOR THE LACK OF THINKING!
AS A CASE IN POINT, LET'S VISIT A PRIVATE HOSPITAL ROOM, WHERE AN AWESOME AFFLICTION IS RETURNING TO ITS TORTURED PATIENT...
IT'S HAPPENING AGAIN... AND I CAN'T STOP IT!
THE GOBLIN... SPIDER-MAN... SPINNING ROUND IN MY BRAIN... OVER AND OVER...

IT'S LIKE A FOG BEGINNING TO LIFT --- SLOWLY--- INEXORABLY---
DESPITE THE ACHE... DESPITE THE PAIN... MY HEAD IS CLEARING... IT'S ALL COMING BACK TO ME NOW---
AT LAST... I KNOW!
THE GREEN GOBLIN ISN'T DEAD! HE NEVER DIED!
I AM THE GOBLIN!


DAD! WHAT HAPPENED? YOU SHOULDN'T BE UP! DAD...
DOC... STOP HIM!
HE DOESN'T HEAR ME... DOESN'T RECOGNIZE ME!
OUT OF MY WAY! NOTHING THAT LIVES CAN STOP ME NOW!
MR. OSBORN! COME BACK! YOU CAN'T...
THE PAIN IS GONE, AT LAST! I CAN DO ANYTHING!

HE PUSHED US ASIDE ...AS IF WE WERE PUPPETS.
I NEVER DREAMT HE HAD SUCH STRENGTH!
WHATEVER HIS AILMENT WAS... IT'S AFFECTED HIS BRAIN!
THERE'S NO TELLING WHAT HE'LL DO NEXT!
BUT, WHAT'S COME OVER HIM? HE RAN OUT... BABBLING LIKE... A MADMAN!
THEN WE'VE GOT TO CATCH HIM... GOT TO STOP HIM!

BUT, HE WHO HAD BEEN NORMAN OSBORN IS NO LONGER STOPPABLE! POSSESSED OF NEW, MANIACAL STRENGTH, HE IS GONE FROM THE HOSPITAL BEFORE HIS WOULD-BE-PURSUERS CAN REACH THEIR FEET...
IT'S ALL CLEAR TO ME NOW.
AT LAST I KNOW WHAT I HAVE TO DO!

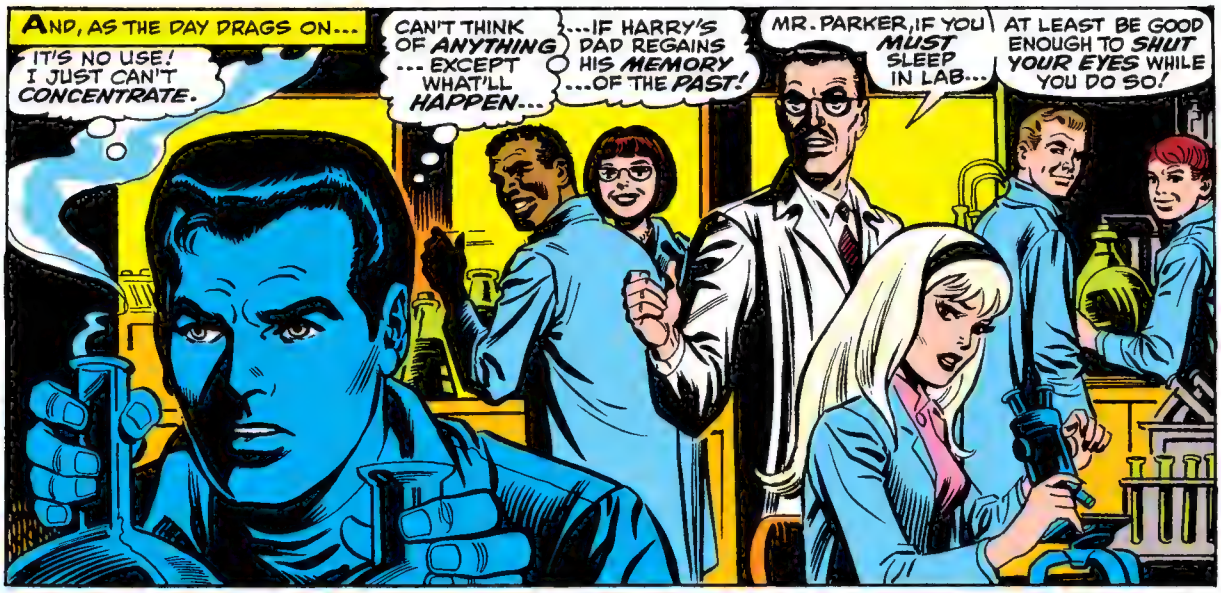
MOMENTS LATER, IN ONE OF THE MOST SORDID SLUM AREAS WHICH INFEST THE SAVAGE, SPRAWLING CITY...
SOMETHING IS PULLING ME... LEADING ME ON.
SOME DIM, HALF-FORGOTTEN MEMORY FROM THE PAST...FROM THE GOBLIN'S PAST.
CLOSED
I'VE BEEN HERE MANY TIMES BEFORE... I KNOW IT.
JUST AS I KNOW WHICH TURN TO TAKE ...WHICH HALL-WAY TO ENTER...
--AND, WHICH DOOR TO OPEN!
JUST AS I NOW KNOW I'VE FOUND ONE OF MY MANY HIDDEN HIDEOUTS...
RULES
...CONTAINING ALL THAT IS NEEDED FOR THE GREEN GOBLIN TO LIVE ONCE MORE!
15

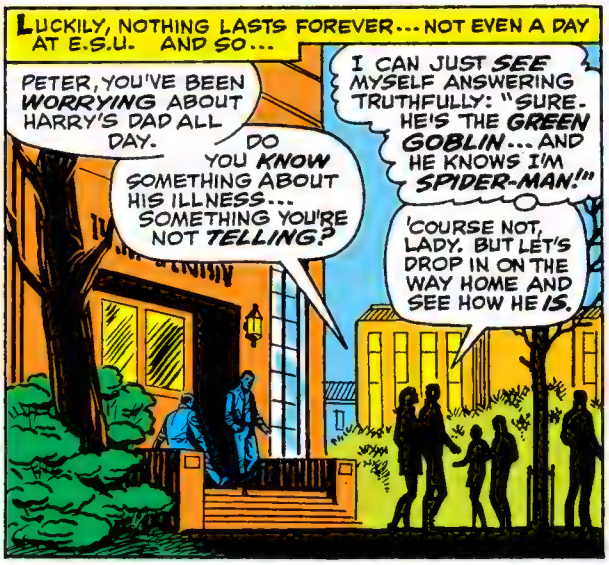
YES, THE GOBLIN WILL LIVE AGAIN... AND MORE THAN THAT---
THE GOBLIN WILL STRIKE---AS HE'S NEVER STRUCK BEFORE!
I'M STRONGER--- WISER---MORE UN-BEATABLE THAN I WAS IN THE PAST!
AND, MOST IMPORTANT OF ALL---
AT LAST I HAVE A MISSION...
REVENGE!

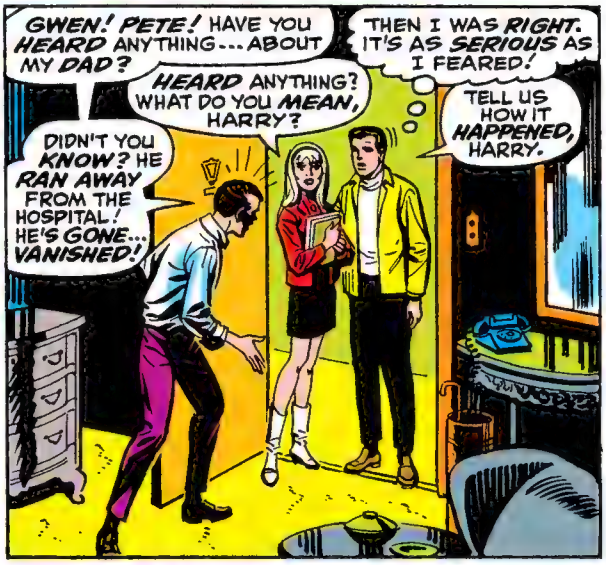
YES, REVENGE... UPON THE WALL-CRAWLING SPIDER-MAN!
...THE MOST EXCRUCIATING REVENGE THE WORLD WILL EVER KNOW!

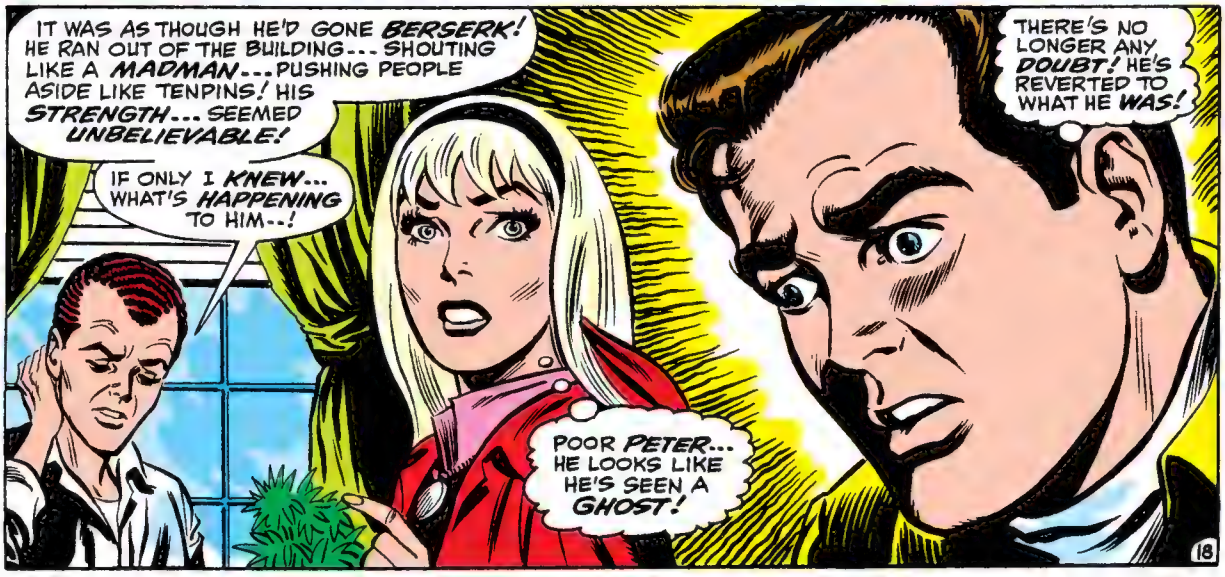
BUT, FAR BE IT FROM US TO CAUSE THEE THE SLIGHTEST MODICUM OF ANXIETY, FAITHFUL ONE. THEREFORE, LET US HASTEN HENCE, TO THE CAPACIOUS CAMPUS OF GOOD OL' E.S.U., WHERE WE FIND GORGEOUS GWENDOLYN STACY HAILING A SOMEWHAT SOMBER PETER PARKER---
WHOA THERE, LONE STRANGER. WAIT UP FOR TONTO!
OH... HI, GWEN.
HAVE YOU SEEN HARRY?

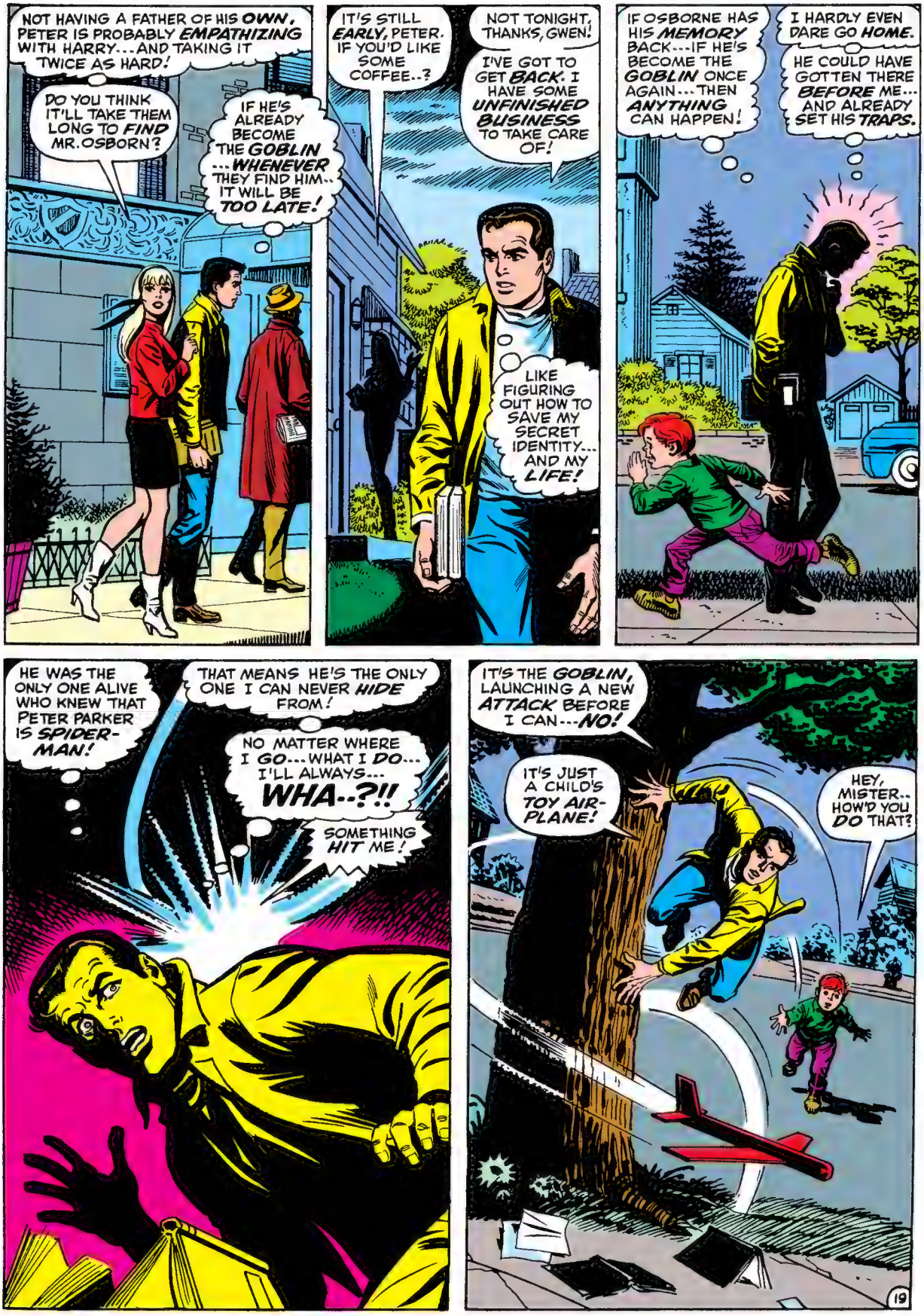
I'M AFRAID THAT LITTLE PLEASURE WILL BE DENIED US, YOUNG MAN.
HE'S STAYING WITH HIS DAD UNTIL MR. OSBORN IS BACK TO NORMAL AGAIN!
THEN...IT IS AS SERIOUS... AS I FEARED.
PETER PARKER! YOU'RE TAKING IT HARDER THAN HARRY HIMSELF!
I HEARD IT WAS JUST A CASE OF OVER-WORK.
I SURE HOPE YOU'RE RIGHT, PRETTY GIRL.


AND, AS THE DAY DRAGS ON...
IT'S NO USE! I JUST CAN'T CONCENTRATE.
CAN'T THINK OF ANYTHING --- EXCEPT WHAT'LL HAPPEN...
...IF HARRY'S DAD REGAINS HIS MEMORY ...OF THE PAST!
MR. PARKER, IF YOU MUST SLEEP IN LAB...
AT LEAST BE GOOD ENOUGH TO SHUT YOUR EYES WHILE YOU DO SO!


LUCKILY, NOTHING LASTS FOREVER... NOT EVEN A DAY AT E.S.U. AND SO...
PETER, YOU'VE BEEN WORRYING ABOUT HARRY'S DAD ALL DAY.
DO YOU KNOW SOMETHING ABOUT HIS ILLNESS... SOMETHING YOU'RE NOT TELLING?
I CAN JUST SEE MYSELF ANSWERING TRUTHFULLY: "SURE. HE'S THE GREEN GOBLIN... AND HE KNOWS I'M SPIDER-MAN!"
'COURSE NOT, LADY. BUT LET'S DROP IN ON THE WAY HOME AND SEE HOW HE IS.


GWEN! PETE! HAVE YOU HEARD ANYTHING... ABOUT MY DAD?
HEARD ANYTHING? WHAT DO YOU MEAN, HARRY?
THEN I WAS RIGHT. IT'S AS SERIOUS AS I FEARED!
TELL US HOW IT HAPPENED, HARRY.
DIDN'T YOU KNOW? HE RAN AWAY FROM THE HOSPITAL! HE'S GONE... VANISHED!

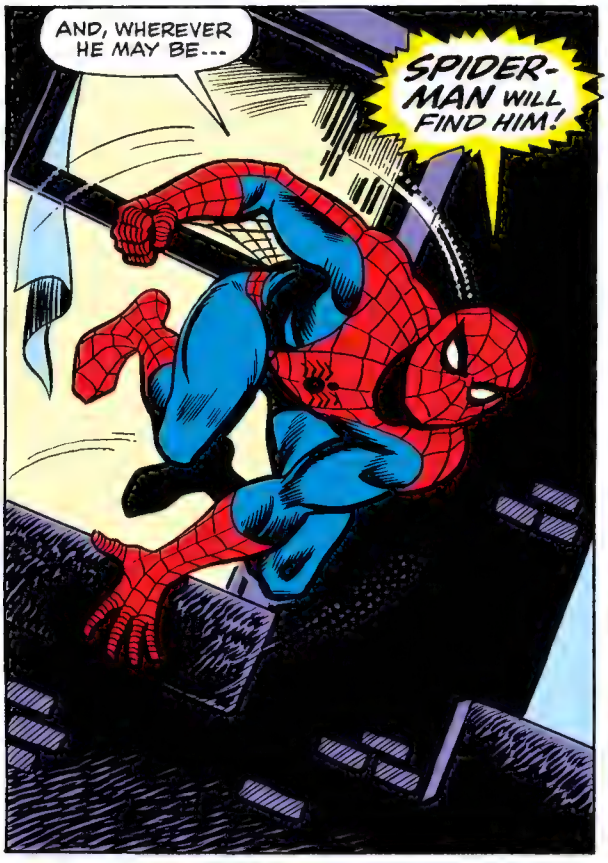

IT WAS AS THOUGH HE'D GONE BERSERK! HE RAN OUT OF THE BUILDING... SHOUTING LIKE A MADMAN... PUSHING PEOPLE ASIDE LIKE TENPINS! HIS STRENGTH... SEEMED UNBELIEVABLE!
IF ONLY I KNEW... WHAT'S HAPPENING TO HIM--!
THERE'S NO LONGER ANY DOUBT! HE'S REVERTED TO WHAT HE WAS!
POOR PETER... HE LOOKS LIKE HE'S SEEN A GHOST!


NOT HAVING A FATHER OF HIS OWN, PETER IS PROBABLY EMPATHIZING WITH HARRY... AND TAKING IT TWICE AS HARD!
DO YOU THINK IT'LL TAKE THEM LONG TO FIND MR. OSBORN?
IF HE'S ALREADY BECOME THE GOBLIN ...WHENEVER THEY FIND HIM... IT WILL BE TOO LATE!
IT'S STILL EARLY, PETER. IF YOU'D LIKE SOME COFFEE..?
NOT TONIGHT, THANKS, GWEN!
I'VE GOT TO GET BACK. I HAVE SOME UNFINISHED BUSINESS TO TAKE CARE OF!
LIKE FIGURING OUT HOW TO SAVE MY SECRET IDENTITY... AND MY LIFE!
IF OSBORNE HAS HIS MEMORY BACK--IF HE'S BECOME THE GOBLIN ONCE AGAIN... THEN ANYTHING CAN HAPPEN!
I HARDLY EVEN DARE GO HOME.
HE COULD HAVE GOTTEN THERE BEFORE ME... AND ALREADY SET HIS TRAPS.
HE WAS THE ONLY ONE ALIVE WHO KNEW THAT PETER PARKER IS SPIDER-MAN!
THAT MEANS HE'S THE ONLY ONE I CAN NEVER HIDE FROM!
NO MATTER WHERE I GO... WHAT I DO... I'LL ALWAYS... WHA--?!!
SOMETHING HIT ME!
IT'S THE GOBLIN, LAUNCHING A NEW ATTACK BEFORE I CAN--NO!
IT'S JUST A CHILD'S TOY AIR-PLANE!
HEY, MISTER.. HOW'D YOU DO THAT?
19

THAT'S ALL I NEED...AN AUDIENCE!
I ALMOST GAVE MYSELF AWAY!
LUCKY MY ONE LITTLE EYEWITNESS IS SO YOUNG!
BUT I'D STILL BETTER NOT HANG AROUND MUCH LONGER.
I NEVER SAW ANYONE CLIMB A TREE LIKE THAT!
TOMMY, DID YOU EVER SEE A MAN CLIMB A TREE FASTER'N A CAT? WAIT'LL I TELL YOU...
SKIP THE FAIRY TALES, JOEY! YOUR MA SAID I SHOULD TELL YOU DINNER'S READY.
HAVE TO GET A GRIP ON MYSELF.
EVEN IF THE GOBLIN DOESN'T GET ME...MY NERVES WILL!
AND, AS THE LONG, FLICKERING SHADOWS OF EVENING STEAL OVER THE TOWERING ROOFTOPS...
EVEN IF I MANAGE TO DEFEAT HIM A SECOND TIME...
HE'S STILL HARRY'S DAD! I'LL BE OUT TO DESTROY MY BEST FRIEND'S FATHER!
NO MATTER WHAT MAY HAPPEN...
THERE'S NO POSSIBLE WAY FOR SPIDER-MAN TO WIN!

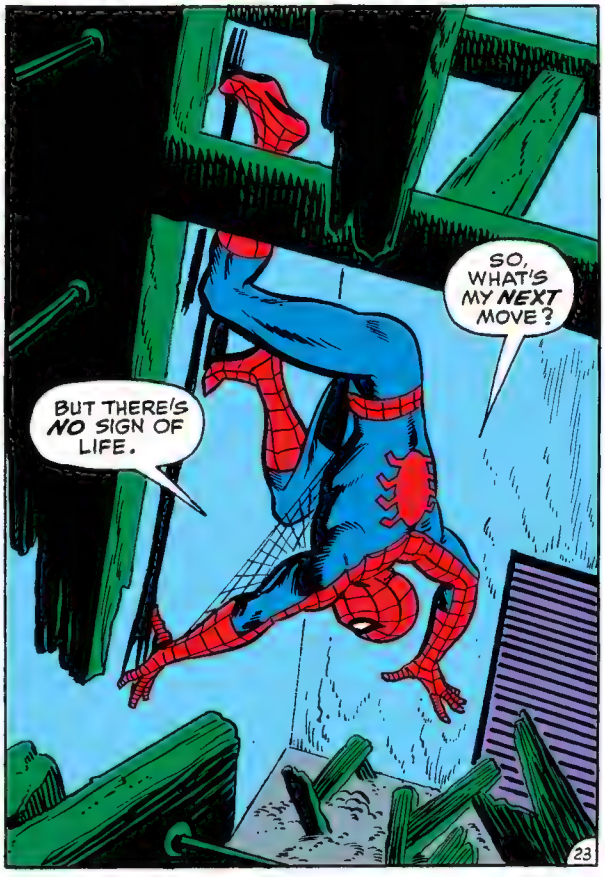
EVEN IN SLEEP, THE TORTURED YOUTH FINDS NO ESCAPE FROM THE FEAR AND APPREHENSION THAT GRIP HIS SOUL---
YOU KNOW HOW THE DOCTOR WARNED US OF YOUR WEAK HEART! YOU MUSTN'T HAVE ANY SHOCKS---ANYTHING TO STARTLE YOU!
I TRIED TO SPARE YOU THIS... BUT I COULDN'T! I COULDN'T!
NO, AUNT MAY...NO! DON'T LOOK! YOU MUSTN'T SEE ME...YOU MUST NEVER KNOW WHO I REALLY AM!

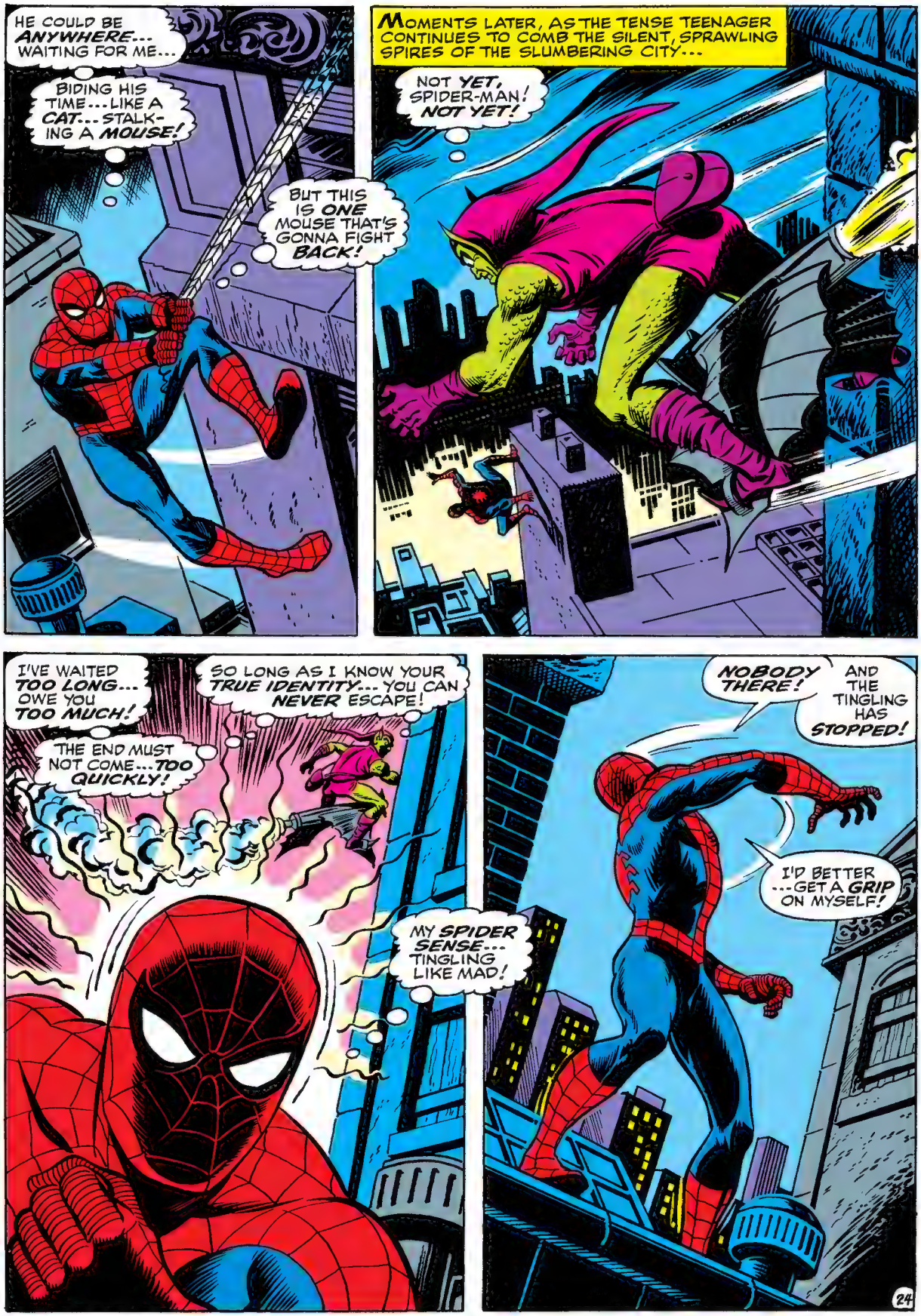
AND SO, THE NIGHTMARE CONTINUES, UNTIL AT LAST...
IT CAN'T END THIS WAY! IT MUSTN'T! I WON'T LET IT!
I WON'T LET IT!
I CAN'T WAIT ANY LONGER... CAN'T WAIT FOR THE GOBLIN TO STRIKE FIRST!
HE'S OUT THERE SOMEWHERE... I KNOW HE IS!
THERE'S NO PLACE IN THE CITY HE CANNOT HIDE... NO DESTINATION HE CANNOT REACH!
BUT, THE SAME GOES FOR ME!
22

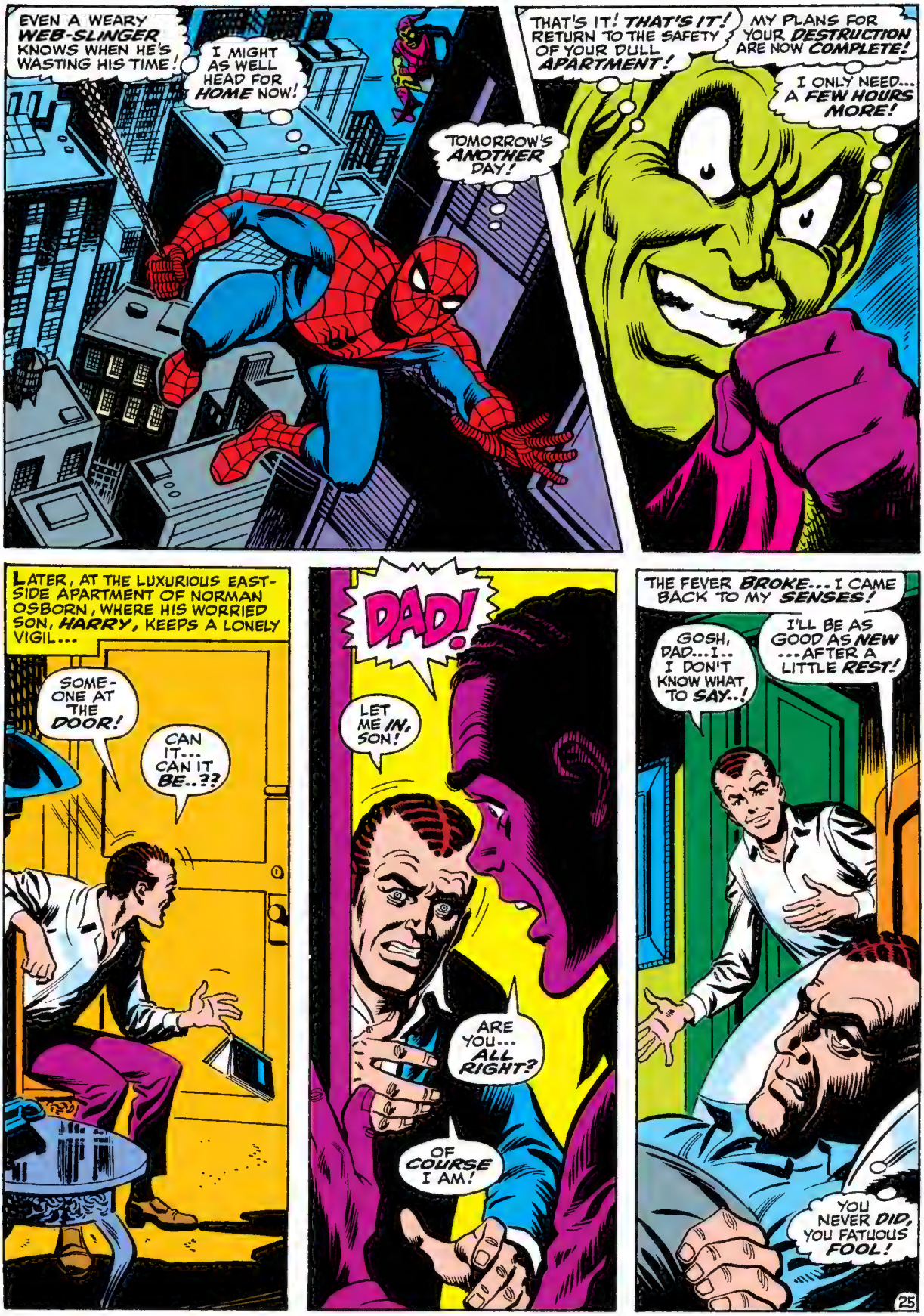

AND, WHEREVER HE MAY BE---
SPIDER-MAN WILL FIND HIM!

I KNOW MOST OF HIS OLD HAUNTS---
AND I'VE COVERED ALMOST EVERY ONE!

HERE'S WHERE WE FOUGHT OUR FINAL BATTLE.
I THOUGHT HE MIGHT RETURN HERE...TO THE SCENE OF THE FIRE!


SO, WHAT'S MY NEXT MOVE?
BUT THERE'S NO SIGN OF LIFE.

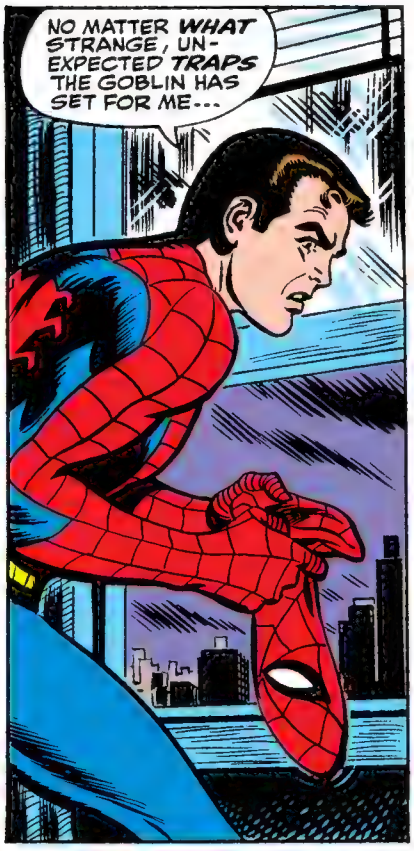

HE COULD BE ANYWHERE... WAITING FOR ME...
BIDING HIS TIME... LIKE A CAT... STALKING A MOUSE!
BUT THIS IS ONE MOUSE THAT'S GONNA FIGHT BACK!
MOMENTS LATER, AS THE TENSE TEENAGER CONTINUES TO COMB THE SILENT, SPRAWLING SPIRES OF THE SLUMBERING CITY...
NOT YET, SPIDER-MAN! NOT YET!
I'VE WAITED TOO LONG... OWE YOU TOO MUCH!
SO LONG AS I KNOW YOUR TRUE IDENTITY... YOU CAN NEVER ESCAPE!
THE END MUST NOT COME... TOO QUICKLY!
MY SPIDER SENSE... TINGLING LIKE MAD!
NOBODY THERE!
AND THE TINGLING HAS STOPPED!
I'D BETTER ...GET A GRIP ON MYSELF!
24


EVEN A WEARY WEB-SLINGER KNOWS WHEN HE'S WASTING HIS TIME!
I MIGHT AS WELL HEAD FOR HOME NOW!
TOMORROW'S ANOTHER DAY!
THAT'S IT! THAT'S IT! RETURN TO THE SAFETY OF YOUR DULL APARTMENT!
MY PLANS FOR YOUR DESTRUCTION ARE NOW COMPLETE!
I ONLY NEED... A FEW HOURS MORE!
LATER, AT THE LUXURIOUS EAST-SIDE APARTMENT OF NORMAN OSBORN, WHERE HIS WORRIED SON, HARRY, KEEPS A LONELY VIGIL...
SOME-ONE AT THE DOOR!
CAN IT... CAN IT BE..??
DAD!
LET ME IN, SON!
ARE YOU... ALL RIGHT?
OF COURSE I AM!
THE FEVER BROKE... I CAME BACK TO MY SENSES!
GOSH, DAD... I... I DON'T KNOW WHAT TO SAY..!
I'LL BE AS GOOD AS NEW ...AFTER A LITTLE REST!
YOU NEVER DID, YOU FATUOUS FOOL!

NOW, THRU THE MAGIC OF OUR IMAGINATIONS---AND THE PRINTED PAGE---LET'S SKIP TO THE VERY NEXT EVENING, WHERE WE FIND...
THE PHONE!
RRRRINNGGGG
THE WAY THINGS ARE GOING---IT CAN ONLY MEAN ---MORE TROUBLE!
YOUR DAD CAME HOME, HARRY? AND HE SEEMS HIS OLD SELF AGAIN?
SAY--- THAT'S GREAT!
OR IS IT? IF HE'S BACK AGAIN---IT MEANS HE'S UP TO SOMETHING!
BUT... WHAT??
TO CELEBRATE HIS BEING WELL AGAIN, DAD'S THROWING A LITTLE DINNER PARTY TONIGHT!
HE WANTED ME TO ASK YOU... AND GWEN... WHILE I BRING MARY JANE!
A PARTY! THAT'S NOT LIKE NORMAN OSBORN!
HE WANTS ME THERE--- THE OTHERS ARE JUST A COVER-UP!
BUT... I'VE GOT TO GO THRU WITH IT!
SURE, HARRY! I... I'LL SEE YOU LATER!
IS HE SO FAR GONE THAT HE'D ATTACK ME IN FRONT OF HIS OWN SON... AND THE TWO GIRLS?
WHAT'S THE MATTER WITH ME? I SHOULD KNOW BETTER..!
WHEN HE'S THE GOBLIN, HE FORGETS EVERYTHING... CARES ABOUT NOTHING.. EXCEPT HIS OWN DEADLY PURPOSE!
26

THERE'S NO POINT IN POSTPONING IT!
I'LL HAVE TO FACE HIM SOONER OR LATER! IT MIGHT AS WELL BE NOW!
THE ONLY THING THAT BOTHERS ME IS...WILL GWEN... AND THE OTHERS ...BE IN DANGER?

BUT, NO MATTER WHAT THE DANGER...


NO MATTER WHAT STRANGE, UN-EXPECTED TRAPS THE GOBLIN HAS SET FOR ME...

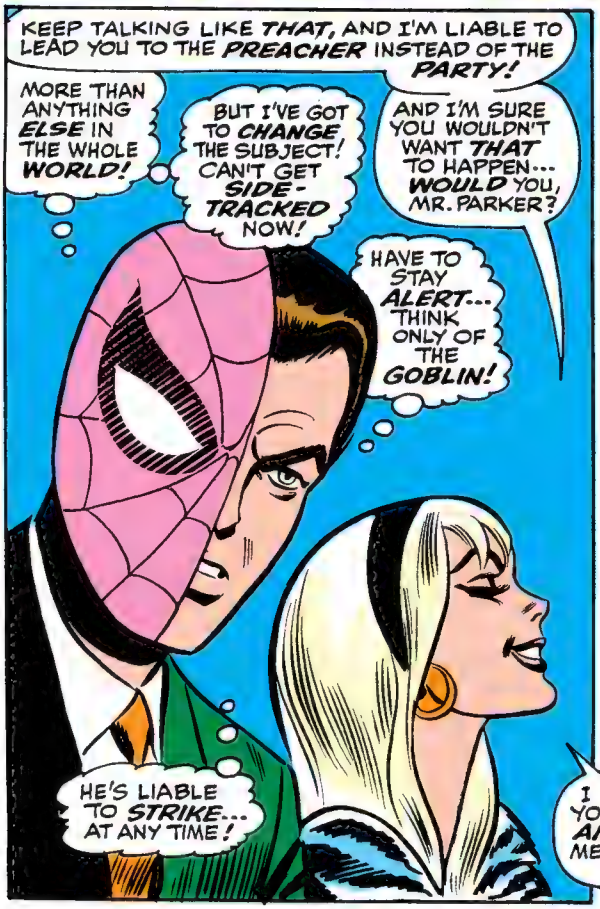
SPIDER-MAN WILL BE THERE!
THEN, AFTER A FEW MAD MINUTES OF WILD WEB-SWINGING...

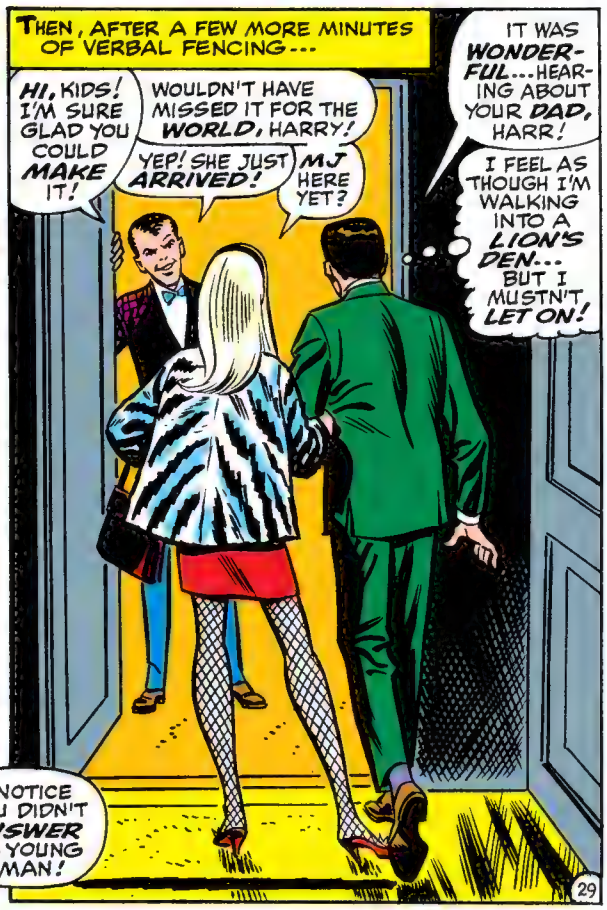
GWEN'S HOUSE IS JUST BELOW!
I'D BETTER CHANGE BACK TO PETER PARKER AGAIN!

THOSE FEW MINUTES OF ROOFTOP-HOPPING HELPED TO RELAX ME A LITTLE!
AND THAT'S JUST WHAT I NEEDED!
I WOULDN'T STAND A CHANCE AGAINST THE GOBLIN...
NOT IF I'M ALL KEYED-UP AND NERVOUS!
SO HOW COME MY HEART'S STILL POUNDING LIKE SIXTY?!!
HELLO, THERE, PETER! WE WERE EXPECTING YOU.
YOU WERE, MR. STACY?
HOW COME?
HARRY OSBORN JUST CALLED, TO SAY YOU'D BE HERE!
AND WHERE THOU GOEST...
WELL, YOU KNOW THE REST, MR. PARKER!
GWENDY! YOU LOOK LIKE A WALKING CENTERFOLD PIN-UP!
...AND IN LIVING COLOR, TOO!
WHEN YOU YOUNGSTERS SEE NORMAN OSBORN...
BE SURE TO TELL HIM HOW HAPPY I AM TO HEAR THAT HE'S BACK HOME AGAIN...AND FEELING BETTER!
HOW CAN I SUBJECT THIS GORGEOUS CREATURE TO THE GREEN GOBLIN??
AND YET... I MUST!
HMMM... JUDGING BY YOUR REACTION TO WHAT I SAID...
PERHAPS I'D BETTER WRITE HIM A LETTER!
28

DON'T BRING GWEN HOME TOO LATE, PETER!
I WON'T, SIR!
I SURE WISH THAT WAS ALL WE HAD TO WORRY ABOUT!
WHY SO GLUM, CHUM?
IS IT TRUE YOU'RE ONLY DATING ME BECAUSE RAQUEL WELCH STOOD YOU UP?

ARE YOU KIDDING? YOU'RE THE GREATEST THING THAT EVER HAPPENED TO ME, LADY!
I WOULDN'T TRADE YOUR LITTLE FINGER...OR ONE OF YOUR SMILES... FOR ALL THE...
WHOA, LAD! BETTER DROP ANCHOR WHILE YOU CAN!


KEEP TALKING LIKE THAT, AND I'M LIABLE TO LEAD YOU TO THE PREACHER INSTEAD OF THE PARTY!
MORE THAN ANYTHING ELSE IN THE WHOLE WORLD!
BUT I'VE GOT TO CHANGE THE SUBJECT! CAN'T GET SIDE-TRACKED NOW!
AND I'M SURE YOU WOULDN'T WANT THAT TO HAPPEN... WOULD YOU, MR. PARKER?
HAVE TO STAY ALERT... THINK ONLY OF THE GOBLIN!
HE'S LIABLE TO STRIKE... AT ANY TIME!


THEN, AFTER A FEW MORE MINUTES OF VERBAL FENCING...
HI, KIDS! I'M SURE GLAD YOU COULD MAKE IT!
WOULDN'T HAVE MISSED IT FOR THE WORLD, HARRY!
YEP! SHE JUST ARRIVED!
MJ HERE YET?
IT WAS WONDER-FUL...HEAR-ING ABOUT YOUR DAD, HARR!
I FEEL AS THOUGH I'M WALKING INTO A LION'S DEN... BUT I MUSTN'T LET ON!
I NOTICE YOU DIDN'T ANSWER ME, YOUNG MAN!

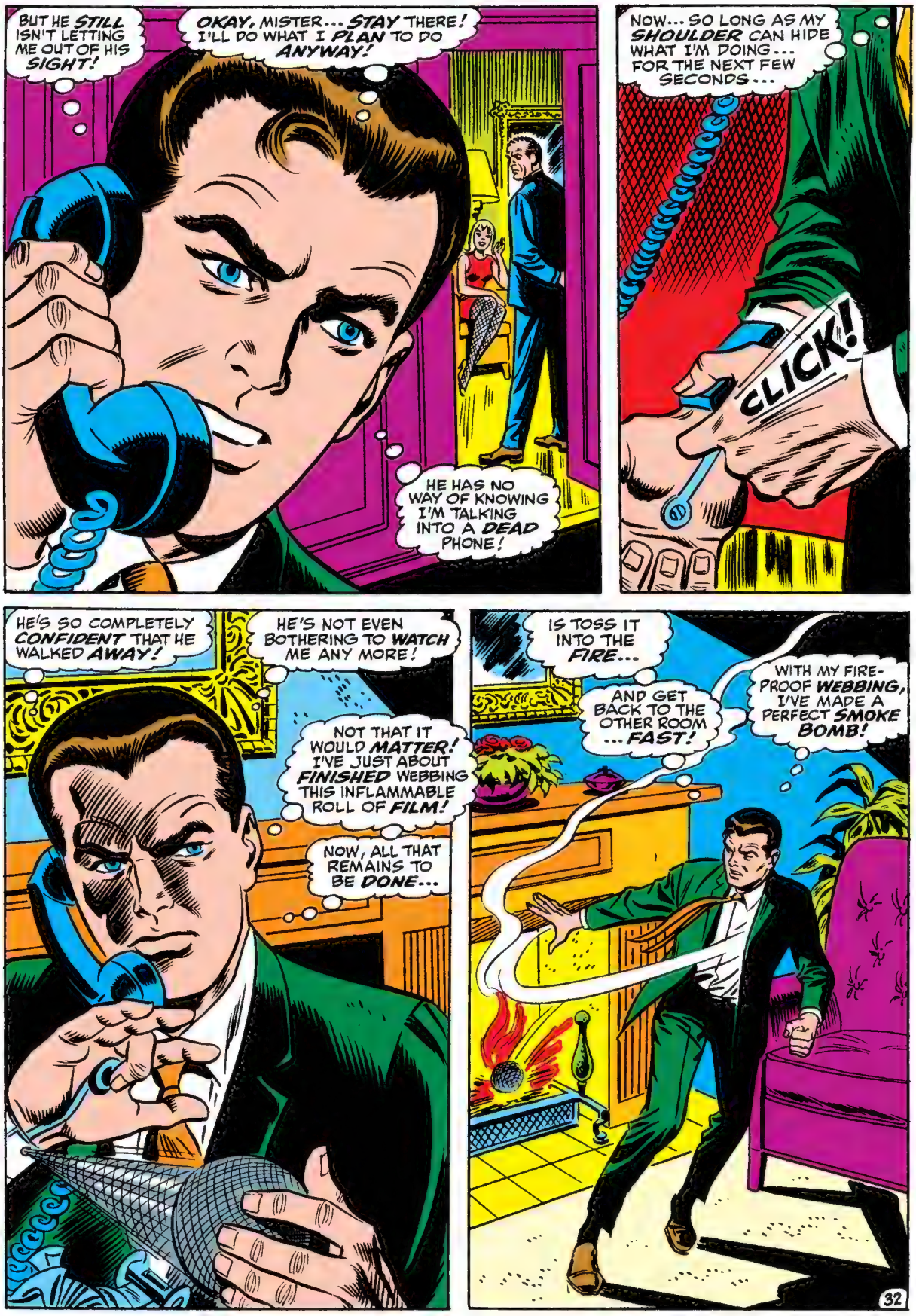
OF COURSE, IT WOULDN'T HAVE SHOOK ME UP IF YOU'D ARRIVED A FEW MINUTES LATER!
MARY JANE ISN'T EXACTLY THE DULLEST CHICK IN TOWN!
I HEAR SHE'S A GREAT CONVERSA-TIONALIST!
WITH LOOKS LIKE MINE, SWEETIE, WHO TALKS?
WHY ISN'T HARRY'S FATHER HERE?

THERE HE IS NOW... ENTERING THE ROOM FROM BEHIND ME!
HELLO THERE, PARKER...AND YOUNG LADIES! I WAS HOPING YOU COULD MAKE IT!
YEAH! I'LL BET YOU WERE!

HARRY TOLD ME HOW HELPFUL YOU WERE... DURING MY ABSENCE!
WE WERE ALL CONCERNED ABOUT YOU, MR. OSBORN! AND WE'RE...GLAD YOU'RE BACK!
I WANT YOU TO KNOW HOW MUCH I APPRECIATE THAT, SON!
HE'S TOYING WITH ME...SQUEEZ-ING MY HAND... HARD ENOUGH TO BREAK MY FINGERS...IF NOT FOR MY SPIDER STRENGTH!
I'VE GOT TO PLAY IT HIS WAY...TILL HE MAKES HIS MOVE!

THE EARLY PART OF THE EVENING PROGRESSES SMOOTHLY, AT LEAST ON THE SURFACE! NORMAN OSBORN REGALES THE GATHERING WITH HUMOROUS ANECDOTES AND LIGHT-HEARTED SMALL TALK...WHILE ONLY PETER PARKER, AND HIS CUNNING, CONNIVING HOST, CAN SENSE THE DEADLY UNDERCURRENT OF TENSION WHICH PERVADES EVERY WORD...EVERY MOVEMENT... ...AND THEN, AS DINNER IS SERVED...
TELL US ABOUT YOUR-SELF, PARKER!
I UNDERSTAND YOU SOMETIMES LEAVE THE APARTMENT FOR A FEW DAYS AT A TIME!
EVEN THOUGH YOU'RE MY SON'S BEST FRIEND, I FEEL THERE'S SO MUCH ABOUT YOU I DON'T KNOW!
NOTHING MYSTERI-OUS ABOUT IT, SIR! I OCCASIONALLY STAY WITH MY AUNT!
OL' PETE'S A REAL MYSTERY MAN, DAD!
HE'S TRYING TO GOAD ME...
BUT I HAVE TO STAY COOL... NO MATTER WHAT!

FORGIVE ME FOR PRYING, MY BOY!
WE ALL HAVE SECRETS WHICH WE HIDE FROM THE WORLD!
STRANGE SECRETS ...KNOWN ONLY TO... OUR-SELVES!
DON'T YOU AGREE, PARKER?
HE'S LOSING CONTROL! HE'S FORGETTING THAT THE OTHERS ARE HERE...THAT THEY'RE LISTENING!
I'VE GOT TO GET THEM TO SAFETY... BEFORE IT'S TOO LATE...BEFORE HE CRACKS!
NOW THAT DINNER IS ENDED, LET'S RETIRE TO THE LIVING ROOM!
IT'LL GIVE US A CHANCE TO... KNOW EACH OTHER BETTER!
YES INDEED, PARKER... I'VE BEEN WANTING TO KNOW YOU BETTER!
I'VE BEEN WANTING TO FIND OUT IF YOU'RE ALL THAT HARRY SAYS YOU ARE!
HE'S SO CONSUMED WITH HATRED FOR ME THAT HE CAN HARDLY CONTAIN HIMSELF! EVEN THE OTHERS ARE BEGINNING TO WONDER ABOUT HIM!
IF I'M EVER GOING TO MAKE MY MOVE, IT HAS TO BE NOW!
'SCUSE ME A MINUTE! I JUST REMEMBERED... I PROMISED TO CALL MY AUNT MAY!
NO NEED TO RUSH, BOY! WE'LL BE HERE...WAITING FOR YOU!
YOU CAN COUNT ON THAT!
GOOD! I WAS HOPING HE WOULDN'T WALK INTO THE OTHER ROOM WITH ME!


BUT HE STILL ISN'T LETTING ME OUT OF HIS SIGHT!
OKAY, MISTER... STAY THERE! I'LL DO WHAT I PLAN TO DO ANYWAY!
HE HAS NO WAY OF KNOWING I'M TALKING INTO A DEAD PHONE!
NOW... SO LONG AS MY SHOULDER CAN HIDE WHAT I'M DOING... FOR THE NEXT FEW SECONDS...
CLICK!
HE'S SO COMPLETELY CONFIDENT THAT HE WALKED AWAY!
HE'S NOT EVEN BOTHERING TO WATCH ME ANY MORE!
NOT THAT IT WOULD MATTER! I'VE JUST ABOUT FINISHED WEBBING THIS INFLAMMABLE ROLL OF FILM!
NOW, ALL THAT REMAINS TO BE DONE...
IS TOSS IT INTO THE FIRE...
AND GET BACK TO THE OTHER ROOM ...FAST!
WITH MY FIRE-PROOF WEBBING, I'VE MADE A PERFECT SMOKE BOMB!
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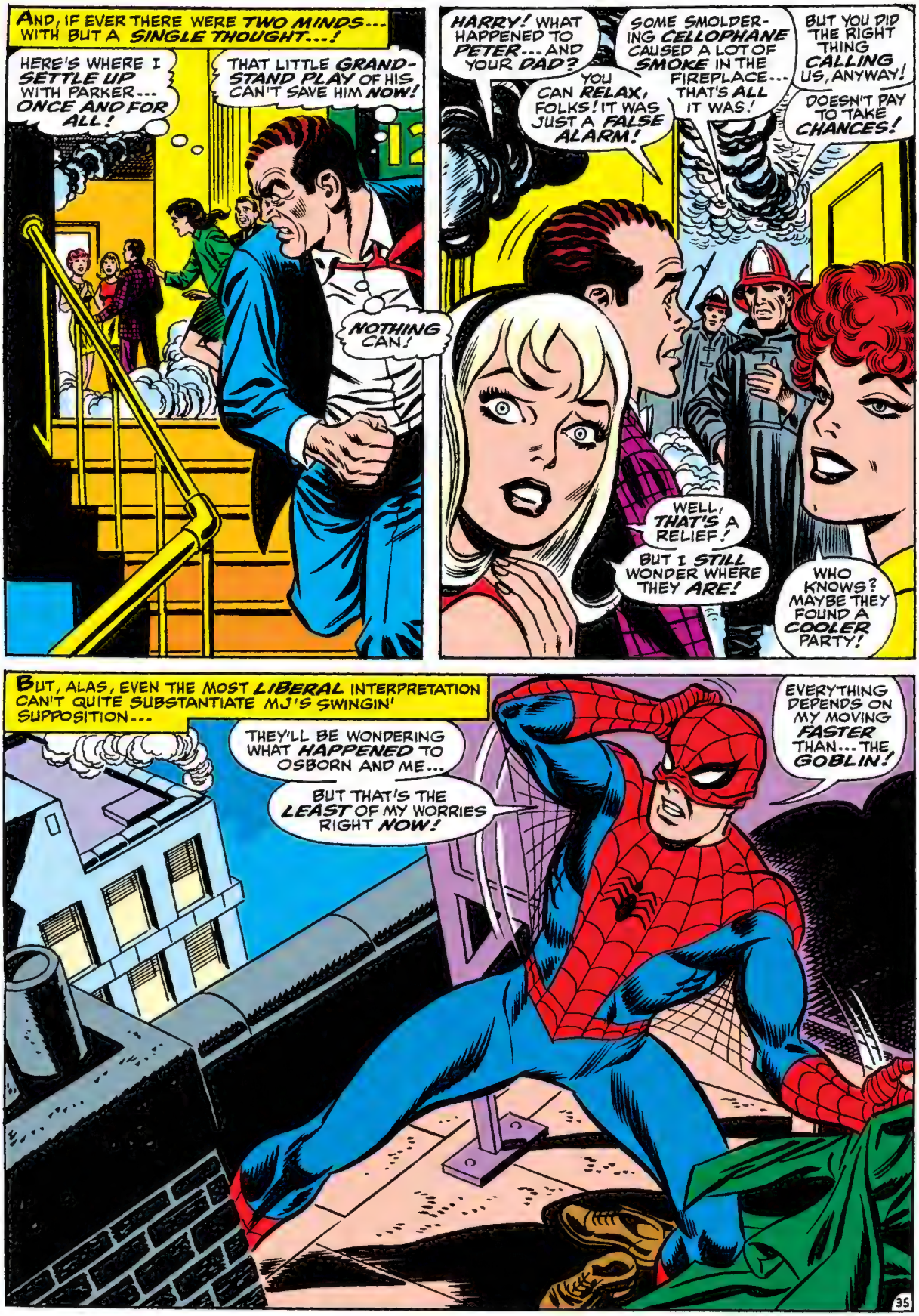
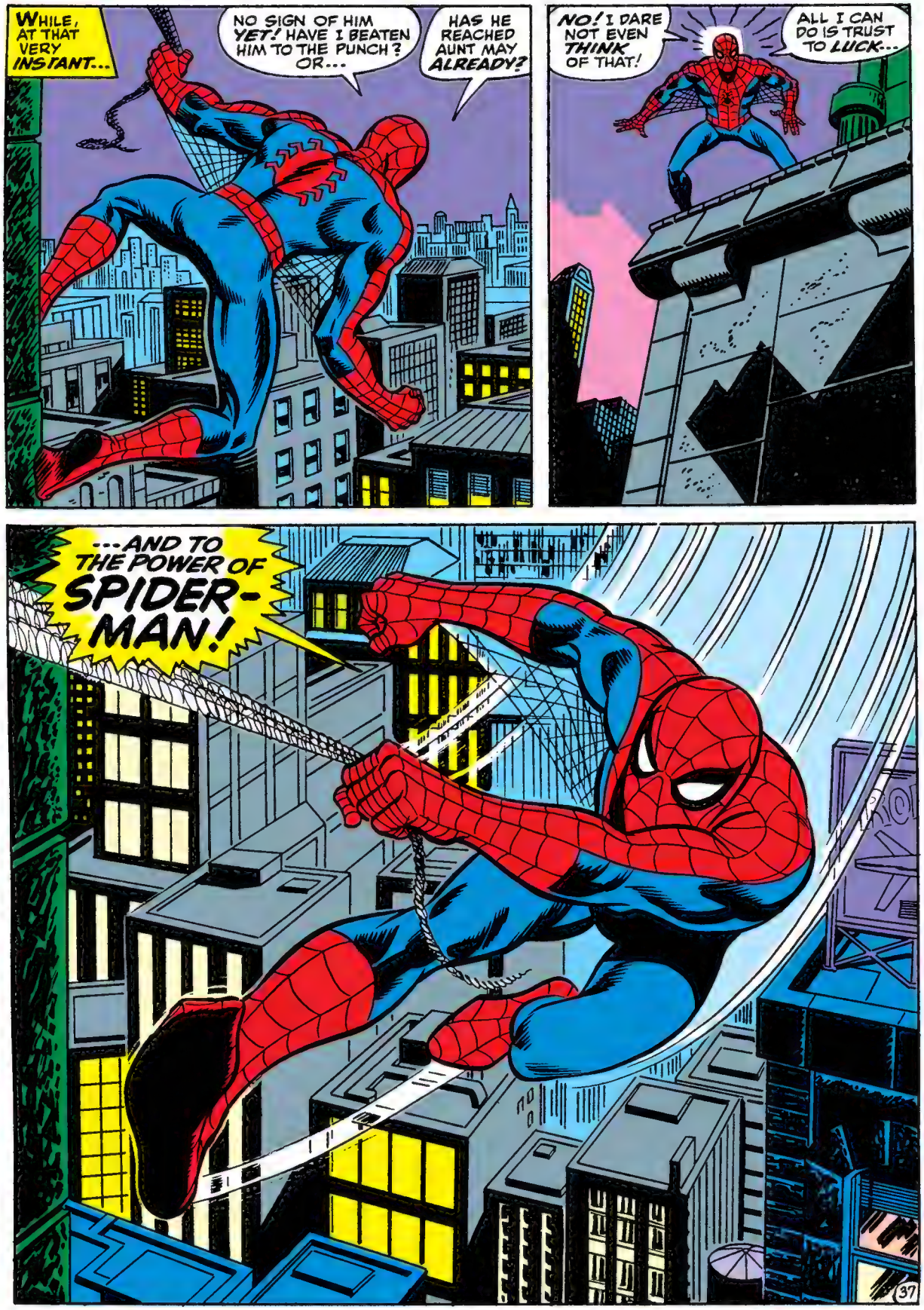
HE SUSPECTS SOMETHING!
I CAN TELL BY HIS EX-PRESSION!
CARE TO SAVE ME FROM A WALL-FLOWER'S FATE, SIR GALAHAD?
HE'S STANDING AT THE OTHER SIDE OF THE ROOM...WAITING FOR THE MUSIC TO STOP!
MY EVERY INSTINCT TELLS ME HE'S GETTING READY TO STRIKE!
BUT WHEN HE DOES... IT'S GOT TO BE THE TWO OF US...ALONE!
MMMM... YOU DANCE VERY WELL, MR. P... FOR A STATUE!
THERE'S THE SMOKE ...AT LAST!
LOOK! FROM THE NEXT ROOM... FIRE!!
IT'S TRUE! THE ROOM IS FILLING WITH SMOKE! THE APARTMENT'S ON FIRE!
WHEN YOU THROW A PARTY, MAN, YOU DON'T KID AROUND!
CLAM UP, MJ! THIS IS SERIOUS! IF WE SHOULD BE TRAPPED IN HERE..!
QUICK, HARRY... GET THE GIRLS TO SAFETY! I'LL FOLLOW WITH YOUR DAD!
MOVE IT, FELLA!
SO FAR, SO GOOD!
IF I CAN JUST GET THEM OUT BEFORE THEY REALIZE IT'S ONLY A SMOKY FALSE ALARM..!

UH OH! OSBORN KNOWS IT'S A TRICK! HE'S FURIOUS!
HIS STRENGTH IS FANTASTIC!
HE'S JUGGLING THAT FURNITURE AS IF IT'S MADE OF CARDBOARD!
PARKER! PARKER! YOU'RE NOT ESCAPING ME AS EASY AS THAT!
...NOT WHEN I CAN MAKE YOU COME TO ME!
...SIMPLY BY HEADING FOR...YOUR AUNT!
YOU FOOL! I DON'T EVEN HAVE TO SEARCH FOR YOU...!
THEN I WAS RIGHT! HE DOES REMEMBER EVERYTHING!
ALL THESE MONTHS... IT'S THE ONE THING ...THAT'S KEPT ME IN THE GRIP OF TERROR!
SO NOW THE WRAPS ARE OFF... IT'S OUT IN THE OPEN, AT LAST!
WELL, MAYBE IT'S BETTER THIS WAY!
AT LEAST IT'LL FINALLY BE FINISHED...
ONE WAY...OR ANOTHER!


AND, IF EVER THERE WERE TWO MINDS... WITH BUT A SINGLE THOUGHT...!
HERE'S WHERE I SETTLE UP WITH PARKER... ONCE AND FOR ALL!
THAT LITTLE GRAND-STAND PLAY OF HIS CAN'T SAVE HIM NOW!
NOTHING CAN!
HARRY! WHAT HAPPENED TO PETER... AND YOUR DAD?
SOME SMOLDERING CELLOPHANE CAUSED A LOT OF SMOKE IN THE FIREPLACE... THAT'S ALL IT WAS!
BUT YOU DID THE RIGHT THING CALLING US, ANYWAY!
YOU CAN RELAX, FOLKS! IT WAS JUST A FALSE ALARM!
DOESN'T PAY TO TAKE CHANCES!
WELL, THAT'S A RELIEF!
BUT I STILL WONDER WHERE THEY ARE!
WHO KNOWS? MAYBE THEY FOUND A COOLER PARTY!
BUT, ALAS, EVEN THE MOST LIBERAL INTERPRETATION CAN'T QUITE SUBSTANTIATE MJ'S SWINGIN' SUPPOSITION...
THEY'LL BE WONDERING WHAT HAPPENED TO OSBORN AND ME...
BUT THAT'S THE LEAST OF MY WORRIES RIGHT NOW!
EVERYTHING DEPENDS ON MY MOVING FASTER THAN... THE GOBLIN!

HOWEVER, THE WEB-SLINGER'S FEARSOME FOE IS NO SLOUCH IN THE SPEED DEPARTMENT HIMSELF...
LUCKILY, MY NEAREST HIDEOUT WAS ONLY SECONDS AWAY!
SLAM!
THUS, I'M ABLE TO EFFECT MY GREATEST TRANSFORMATION WITH ALMOST NO DELAY!
NOW, ALL I NEED DO IS AMPLY STOCK MY LITTLE ARSENAL---
---MAKE CERTAIN THAT MY GOBLIN GLIDER IS ALL TUNED-UP AND READY FOR FLIGHT---
AND THEN, WITH THE FINAL CHECK-OUT COMPLETED...
THE TIME HAS COME FOR SPIDER-MAN TO FACE HIS INEVITABLE DEATH---
AT THE HANDS OF THE SUPREMELY POWERFUL GREEN GOBLIN!


WHILE, AT THAT VERY INSTANT...
NO SIGN OF HIM YET! HAVE I BEATEN HIM TO THE PUNCH? OR...
HAS HE REACHED AUNT MAY ALREADY?
NO! I DARE NOT EVEN THINK OF THAT!
ALL I CAN DO IS TRUST TO LUCK...
...AND TO THE POWER OF SPIDER-MAN!
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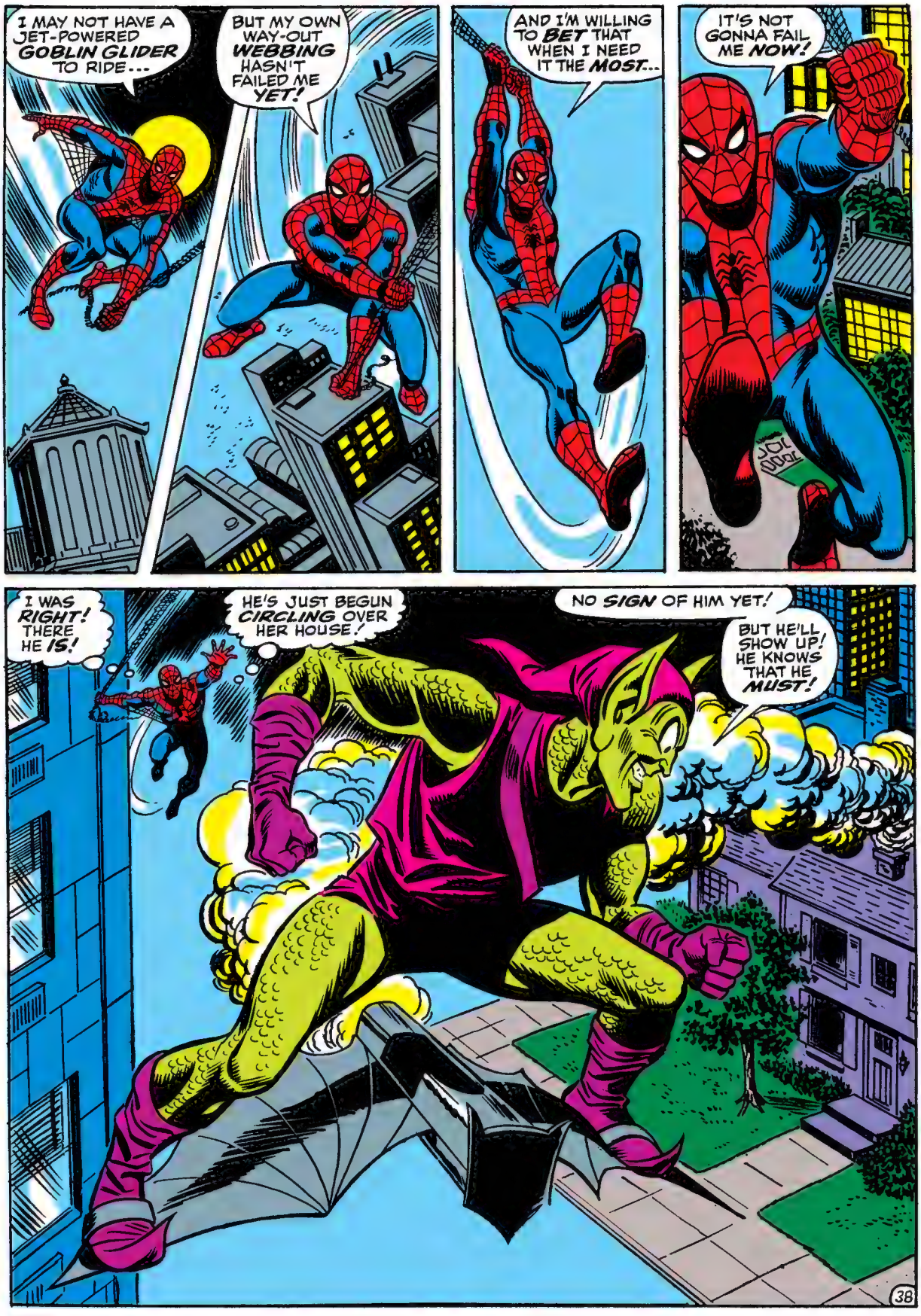
I MAY NOT HAVE A JET-POWERED GOBLIN GLIDER TO RIDE...
BUT MY OWN WAY-OUT WEBBING HASN'T FAILED ME YET!
AND I'M WILLING TO BET THAT WHEN I NEED IT THE MOST...
IT'S NOT GONNA FAIL ME NOW!
I WAS RIGHT! THERE HE IS!
HE'S JUST BEGUN CIRCLING OVER HER HOUSE.
NO SIGN OF HIM YET.
BUT HE'LL SHOW UP! HE KNOWS THAT HE MUST!
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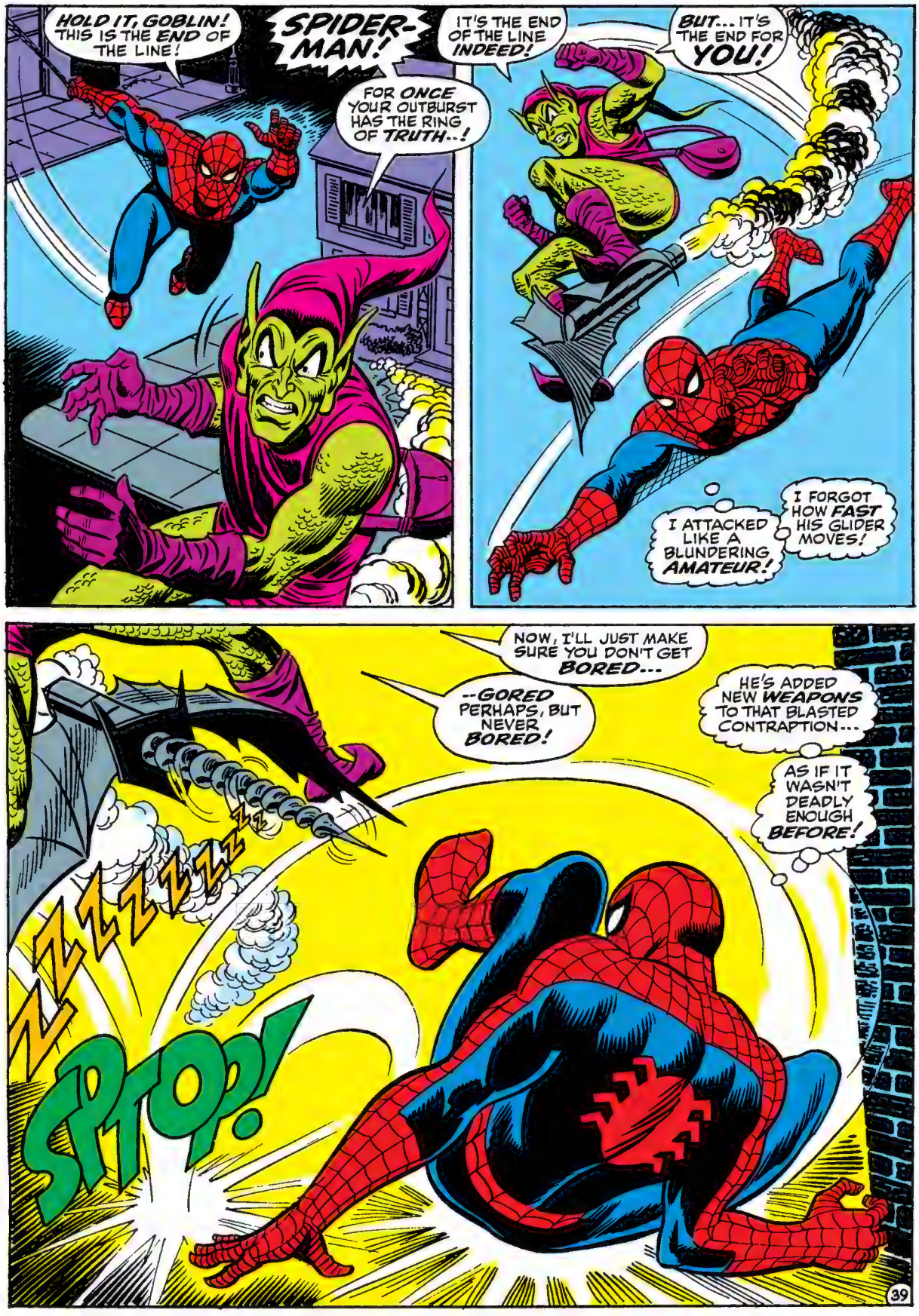
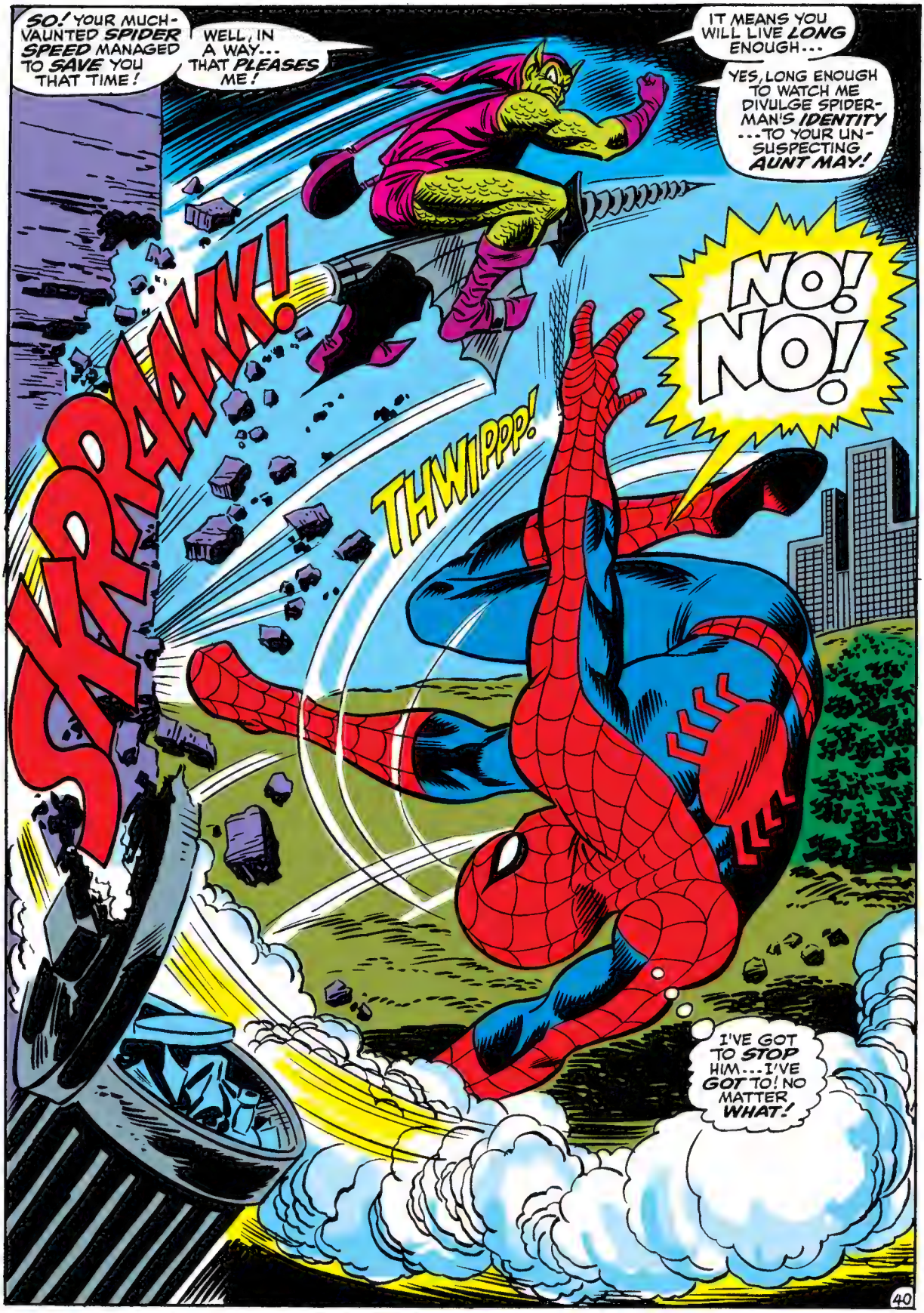
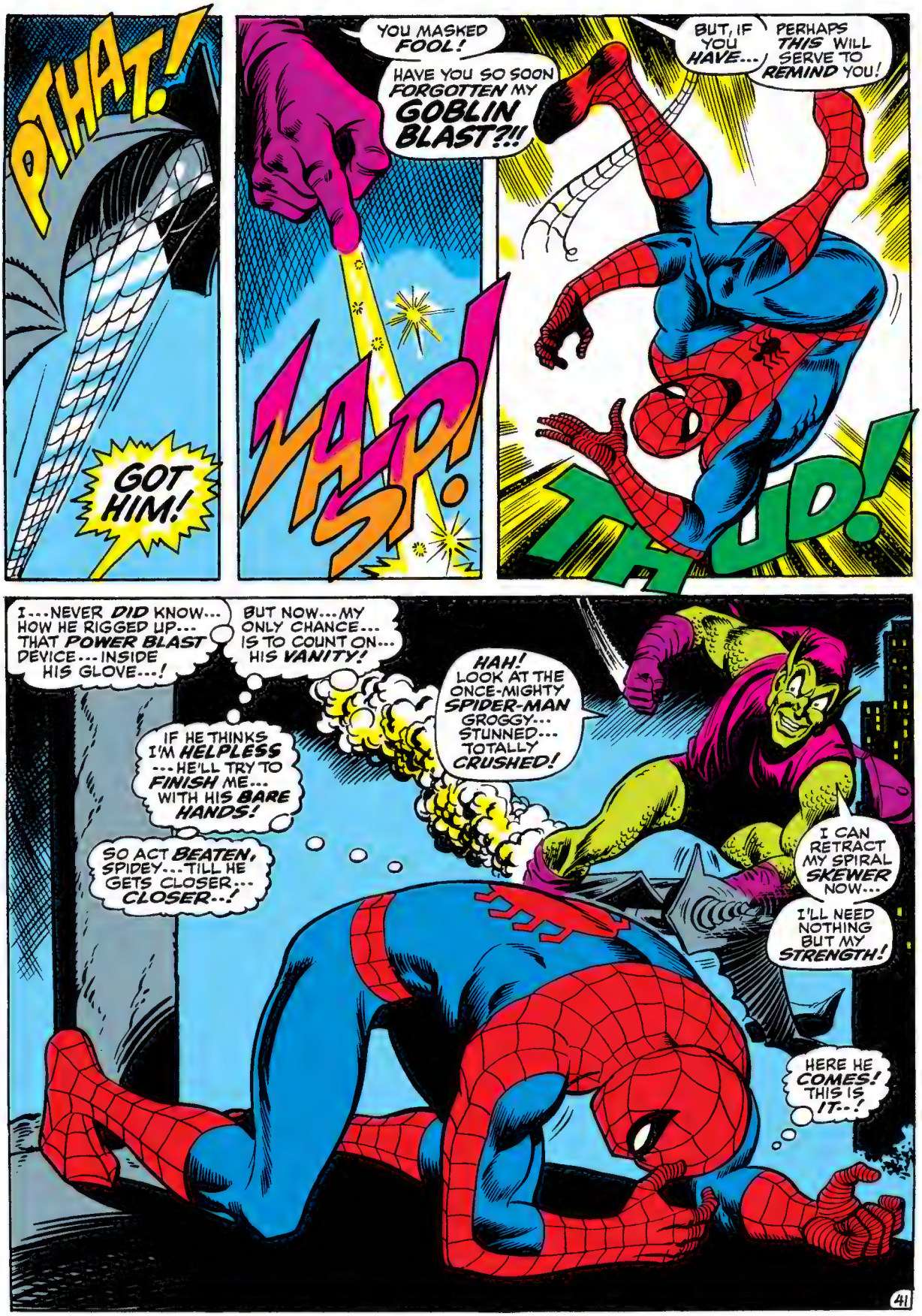
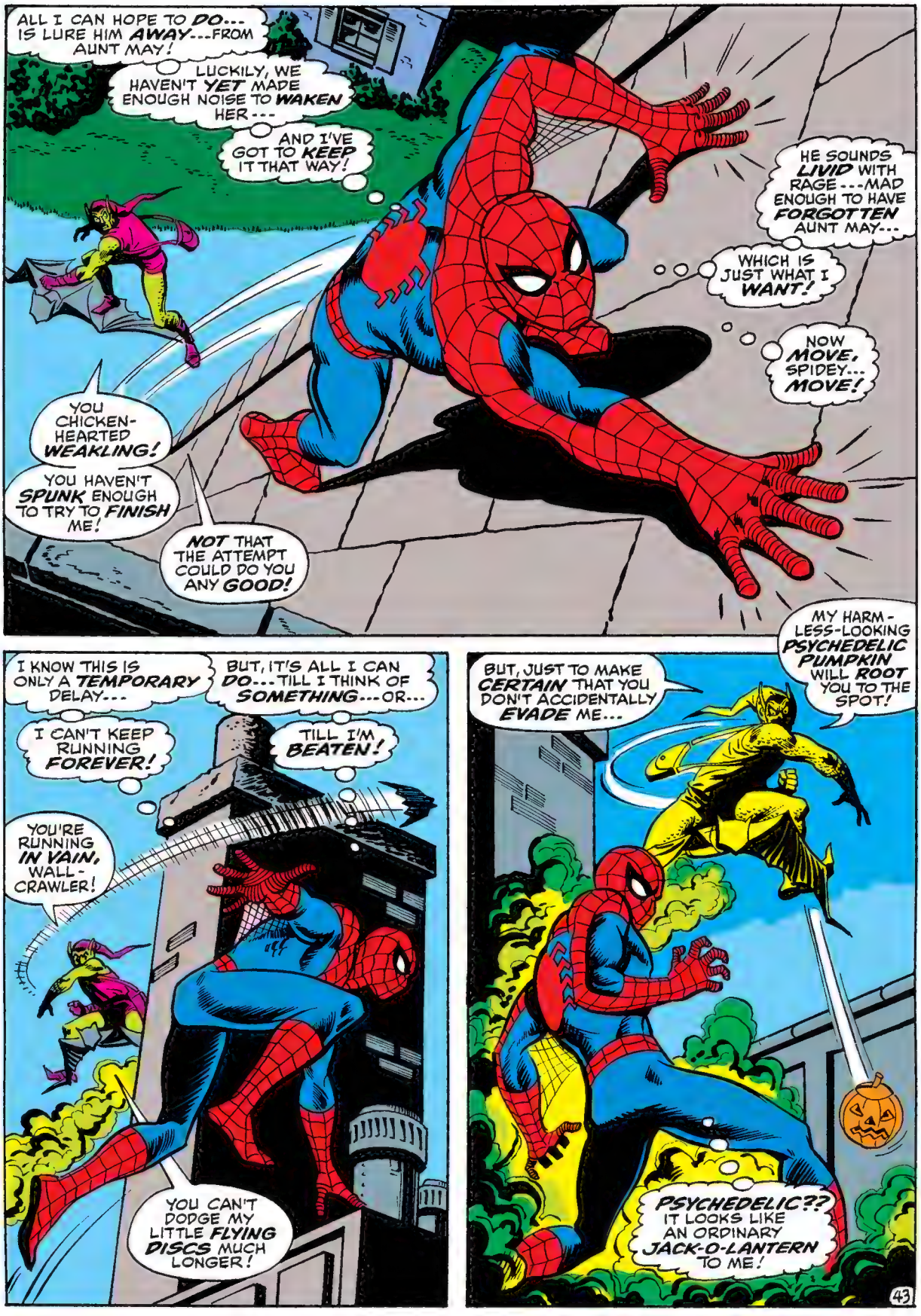
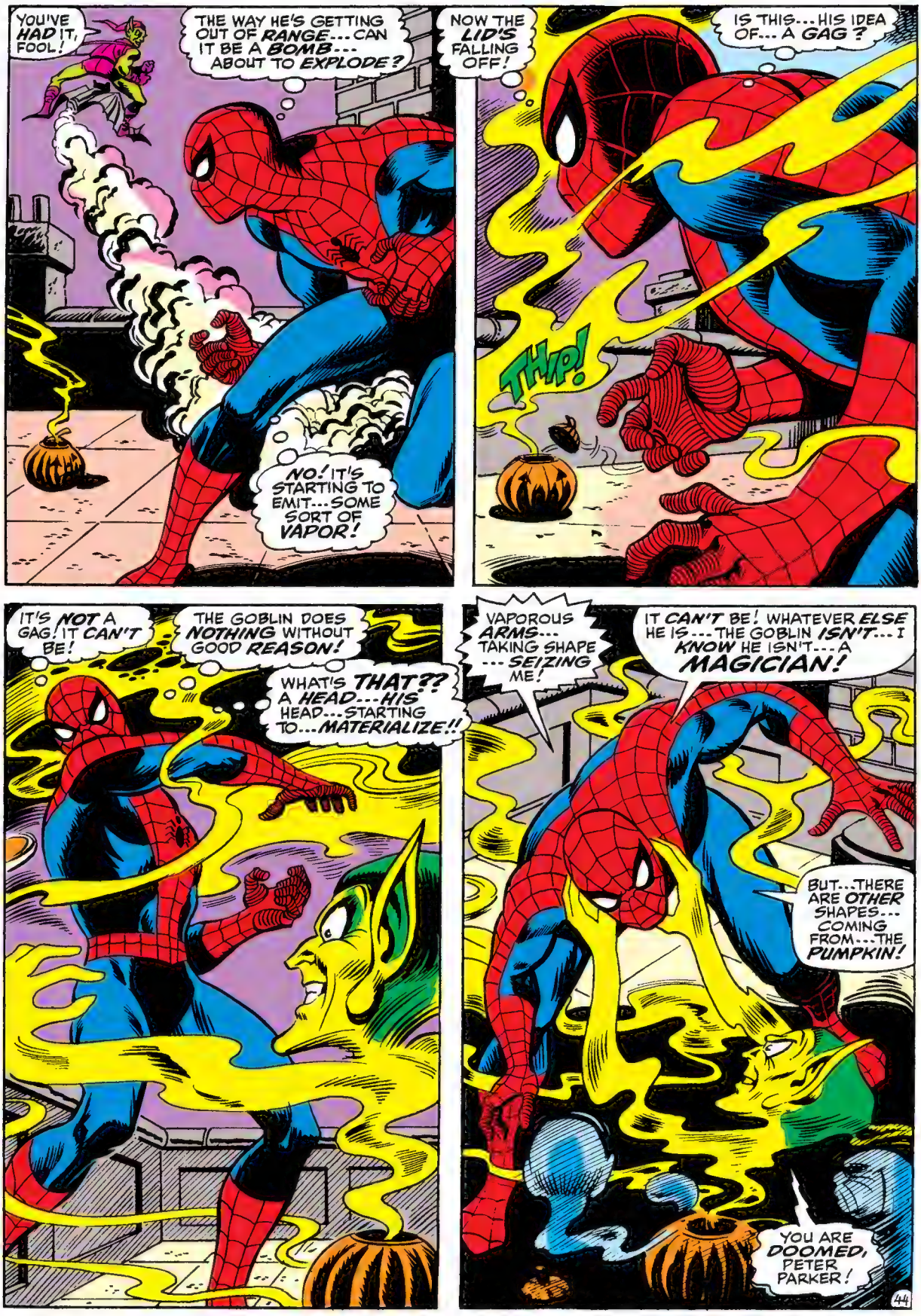

HOLD IT, GOBLIN! THIS IS THE END OF THE LINE!
SPIDER-MAN!
FOR ONCE YOUR OUTBURST HAS THE RING OF TRUTH..!
IT'S THE END OF THE LINE INDEED!
BUT... IT'S THE END FOR YOU!
I ATTACKED LIKE A BLUNDERING AMATEUR!
I FORGOT HOW FAST HIS GLIDER MOVES!
NOW, I'LL JUST MAKE SURE YOU DON'T GET BORED...
--GORED PERHAPS, BUT NEVER BORED!
HE'S ADDED NEW WEAPONS TO THAT BLASTED CONTRAPTION...
AS IF IT WASN'T DEADLY ENOUGH BEFORE!
ZZZZZZZZ
SPTOP!


SO! YOUR MUCH-VAUNTED SPIDER SPEED MANAGED TO SAVE YOU THAT TIME!
WELL, IN A WAY... THAT PLEASES ME!
IT MEANS YOU WILL LIVE LONG ENOUGH...
YES, LONG ENOUGH TO WATCH ME DIVULGE SPIDER-MAN'S IDENTITY ...TO YOUR UN-SUSPECTING AUNT MAY!
SKRRAAKK!
THWIPPP!
NO! NO!
I'VE GOT TO STOP HIM...I'VE GOT TO! NO MATTER WHAT!


PTHAT!
GOT HIM!
YOU MASKED FOOL!
HAVE YOU SO SOON FORGOTTEN MY GOBLIN BLAST?!!
YAP!
BUT, IF YOU HAVE...
PERHAPS THIS WILL SERVE TO REMIND YOU!
THUD!
I---NEVER DID KNOW... HOW HE RIGGED UP... THAT POWER BLAST DEVICE... INSIDE HIS GLOVE...!
BUT NOW... MY ONLY CHANCE... IS TO COUNT ON... HIS VANITY!
HAH! LOOK AT THE ONCE-MIGHTY SPIDER-MAN GROGGY... STUNNED... TOTALLY CRUSHED!
IF HE THINKS I'M HELPLESS ---HE'LL TRY TO FINISH ME... WITH HIS BARE HANDS!
SO ACT BEATEN, SPIDEY... TILL HE GETS CLOSER... CLOSER--!
I CAN RETRACT MY SPIRAL SKEWER NOW...
I'LL NEED NOTHING BUT MY STRENGTH!
HERE HE COMES! THIS IS IT--!

NOW!
I WASN'T ABLE TO PUT ALL MY MUSCLE INTO THAT BLOW... BECAUSE I HURLED IT WHILE OFF BALANCE!
BUT, IT WAS STILL GOOD ENOUGH TO SET HIM UP FOR... NO! I..I CAN'T!
IT'S THE SAME PROBLEM AS LAST TIME! SO LONG AS HE LIVES... MY SECRET... AND MY LIFE... ARE IN DANGER!
BUT, I STILL CAN'T KILL HIM... IN COLD BLOOD!


ALL I CAN HOPE TO DO... IS LURE HIM AWAY---FROM AUNT MAY!
LUCKILY, WE HAVEN'T YET MADE ENOUGH NOISE TO WAKEN HER---
AND I'VE GOT TO KEEP IT THAT WAY!
HE SOUNDS LIVID WITH RAGE---MAD ENOUGH TO HAVE FORGOTTEN AUNT MAY---
WHICH IS JUST WHAT I WANT!
NOW MOVE, SPIDEY... MOVE!
YOU CHICKEN-HEARTED WEAKLING!
YOU HAVEN'T SPUNK ENOUGH TO TRY TO FINISH ME!
NOT THAT THE ATTEMPT COULD DO YOU ANY GOOD!
I KNOW THIS IS ONLY A TEMPORARY DELAY---
BUT, IT'S ALL I CAN DO---TILL I THINK OF SOMETHING---OR---
I CAN'T KEEP RUNNING FOREVER!
TILL I'M BEATEN!
YOU'RE RUNNING IN VAIN, WALL-CRAWLER!
YOU CAN'T DODGE MY LITTLE FLYING DISCS MUCH LONGER!
BUT, JUST TO MAKE CERTAIN THAT YOU DON'T ACCIDENTALLY EVADE ME---
MY HARM-LESS-LOOKING PSYCHEDELIC PUMPKIN WILL ROOT YOU TO THE SPOT!
PSYCHEDELIC?? IT LOOKS LIKE AN ORDINARY JACK-O-LANTERN TO ME!


YOU'VE HAD IT, FOOL!
THE WAY HE'S GETTING OUT OF RANGE... CAN IT BE A BOMB... ABOUT TO EXPLODE?
NO! IT'S STARTING TO EMIT... SOME SORT OF VAPOR!
NOW THE LID'S FALLING OFF!
IS THIS... HIS IDEA OF... A GAG?
THIP!
IT'S NOT A GAG! IT CAN'T BE!
THE GOBLIN DOES NOTHING WITHOUT GOOD REASON!
WHAT'S THAT?? A HEAD... HIS HEAD... STARTING TO... MATERIALIZE!!
VAPOROUS ARMS... TAKING SHAPE ... SEIZING ME!
IT CAN'T BE! WHATEVER ELSE HE IS... THE GOBLIN ISN'T... I KNOW HE ISN'T... A MAGICIAN!
BUT... THERE ARE OTHER SHAPES... COMING FROM... THE PUMPKIN!
YOU ARE DOOMED, PETER PARKER!
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WE NOW KNOW WHO YOU ARE!

YOUR SECRET IS A SECRET NO LONGER!

DID YOU THINK THAT YOU...OR ANY-ONE...COULD POSSIBLY WIN EVERY BATTLE?

EVEN THOUGH YOU MAY HAVE DEFEATED OTHER MULTI-POWERED ARCHFOES IN THE PAST...

THIS TIME YOU HAVE MET YOUR MASTER!

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FOR, THIS TIME YOU WERE FOOLHARDY ENOUGH TO CHALLENGE...

THE GREEN GOBLIN!!

IT'S MAD! IT ISN'T POSSIBLE! AND YET...

I SEE IT... I HEAR IT...!

THEY'RE ALL AROUND ME!! GETTING CLOSER... CLOSER! I CAN'T ESCAPE...!

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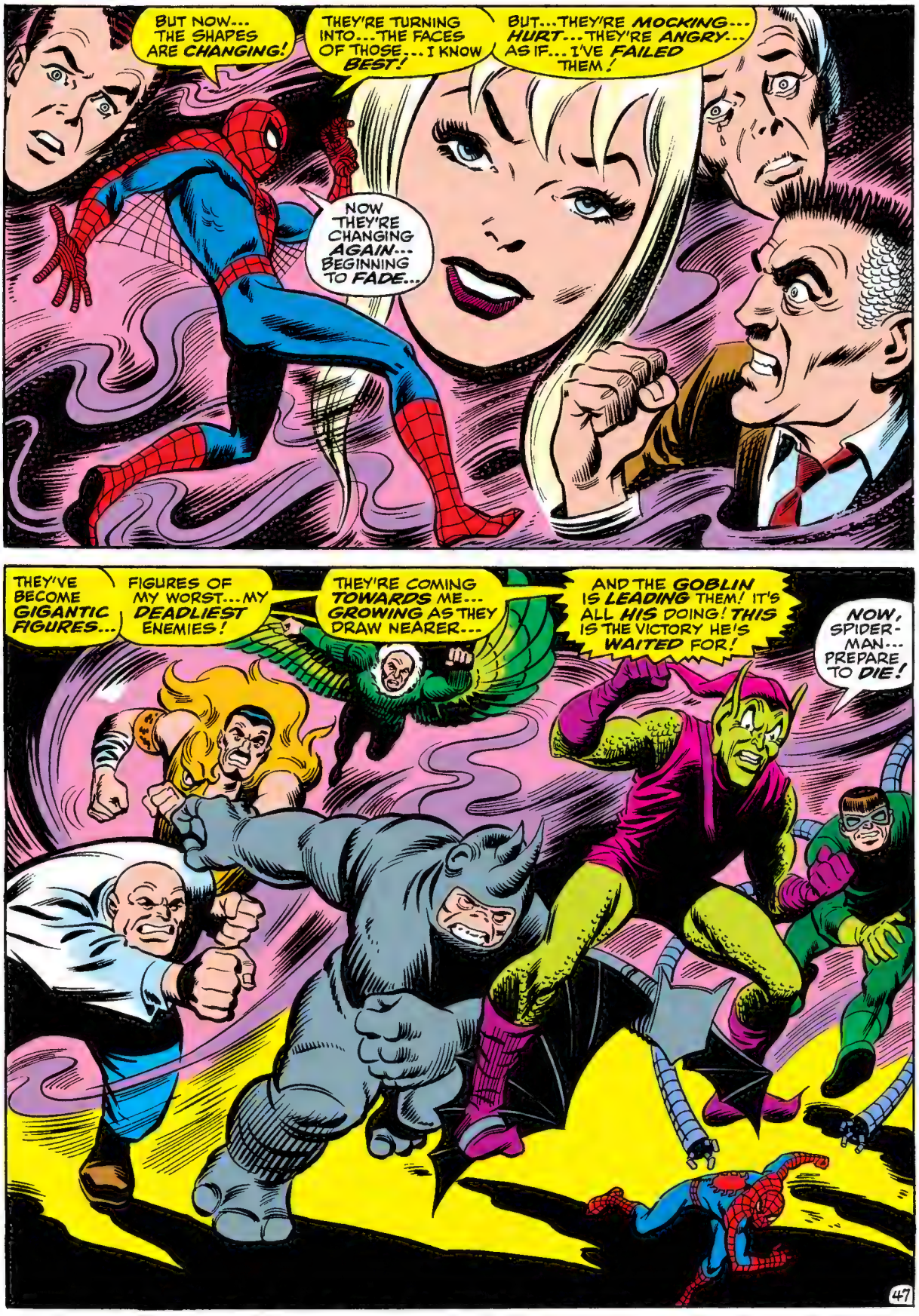
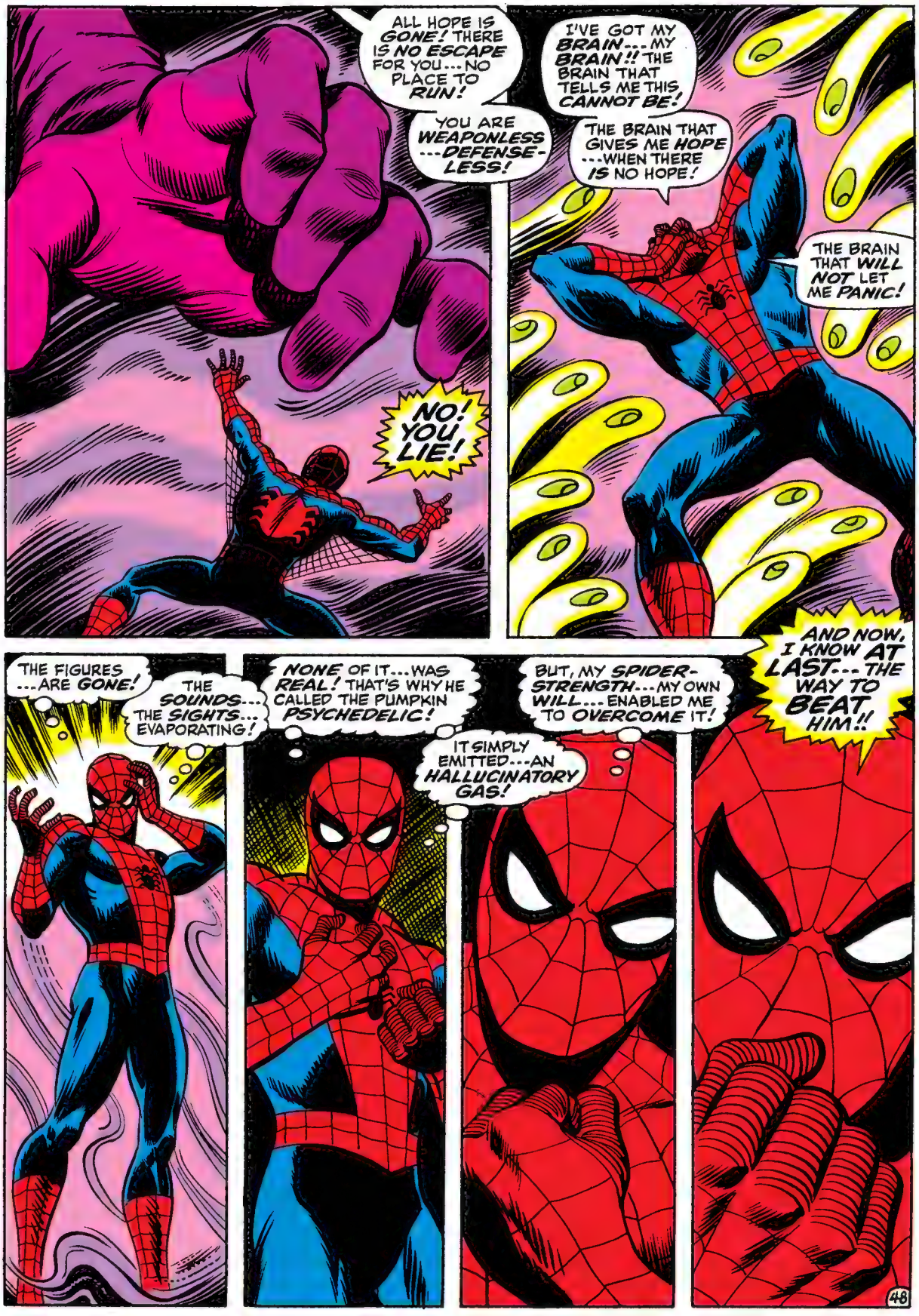
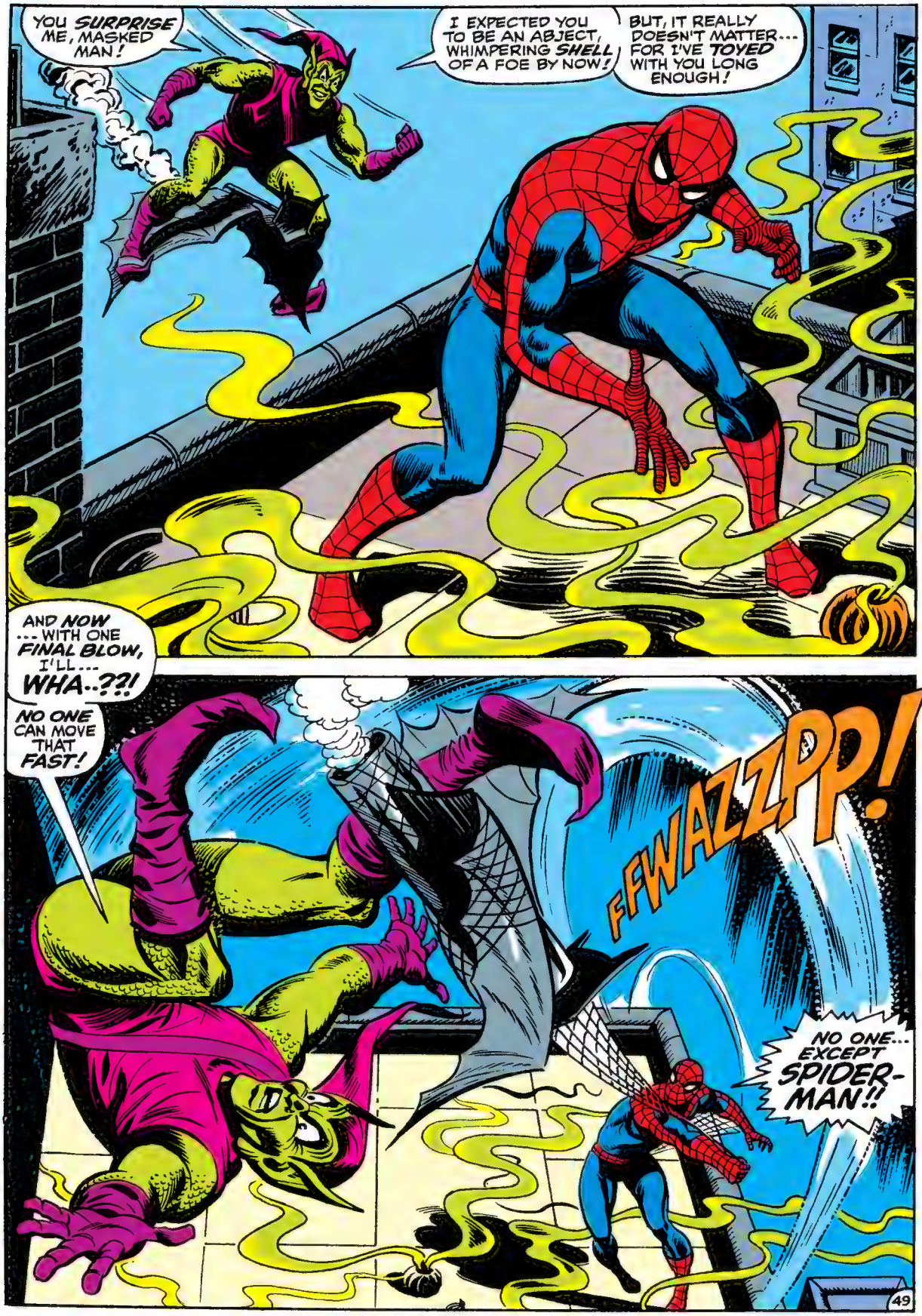
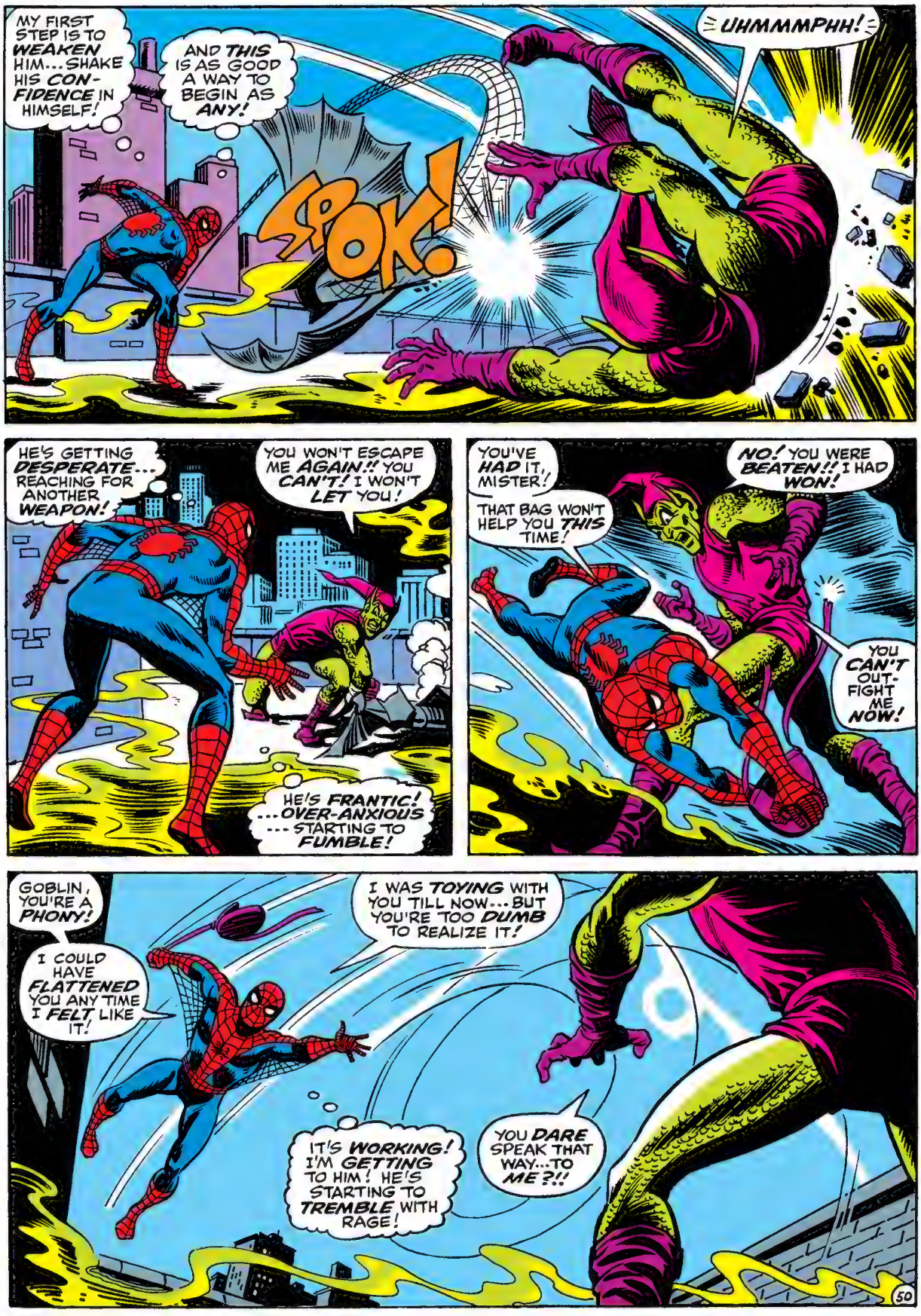

BUT NOW... THE SHAPES ARE CHANGING!
THEY'RE TURNING INTO... THE FACES OF THOSE... I KNOW BEST!
BUT... THEY'RE MOCKING... HURT... THEY'RE ANGRY... AS IF... I'VE FAILED THEM!
NOW THEY'RE CHANGING AGAIN... BEGINNING TO FADE...
THEY'VE BECOME GIGANTIC FIGURES...
FIGURES OF MY WORST... MY DEADLIEST ENEMIES!
THEY'RE COMING TOWARDS ME... GROWING AS THEY DRAW NEARER...
AND THE GOBLIN IS LEADING THEM! IT'S ALL HIS DOING! THIS IS THE VICTORY HE'S WAITED FOR!
NOW, SPIDER-MAN... PREPARE TO DIE!


ALL HOPE IS GONE! THERE IS NO ESCAPE FOR YOU... NO PLACE TO RUN!
YOU ARE WEAPONLESS ...DEFENSE-LESS!
NO! YOU LIE!
I'VE GOT MY BRAIN... MY BRAIN!! THE BRAIN THAT TELLS ME THIS CANNOT BE!
THE BRAIN THAT GIVES ME HOPE ...WHEN THERE IS NO HOPE!
THE BRAIN THAT WILL NOT LET ME PANIC!
THE FIGURES ...ARE GONE!
THE SOUNDS... THE SIGHTS... EVAPORATING!
NONE OF IT... WAS REAL! THAT'S WHY HE CALLED THE PUMPKIN PSYCHEDELIC!
IT SIMPLY EMITTED... AN HALLUCINATORY GAS!
BUT, MY SPIDER-STRENGTH... MY OWN WILL... ENABLED ME TO OVERCOME IT!
AND NOW, I KNOW AT LAST... THE WAY TO BEAT HIM!!


YOU SURPRISE ME, MASKED MAN!
I EXPECTED YOU TO BE AN ABJECT, WHIMPERING SHELL OF A FOE BY NOW!
BUT, IT REALLY DOESN'T MATTER... FOR I'VE TOYED WITH YOU LONG ENOUGH!
AND NOW ...WITH ONE FINAL BLOW, I'LL...
WHA..??!
NO ONE CAN MOVE THAT FAST!
FFWAZZPP!
NO ONE... EXCEPT SPIDER-MAN!!


MY FIRST STEP IS TO WEAKEN HIM...SHAKE HIS CONFIDENCE IN HIMSELF!
AND THIS IS AS GOOD A WAY TO BEGIN AS ANY!
SPOK!
UHMMMPHH!
HE'S GETTING DESPERATE... REACHING FOR ANOTHER WEAPON!
YOU WON'T ESCAPE ME AGAIN!! YOU CAN'T! I WON'T LET YOU!
HE'S FRANTIC! ...OVER-ANXIOUS --- STARTING TO FUMBLE!
YOU'VE HAD IT, MISTER!
THAT BAG WON'T HELP YOU THIS TIME!
NO! YOU WERE BEATEN!! I HAD WON!
YOU CAN'T OUT-FIGHT ME NOW!
GOBLIN, YOU'RE A PHONY!
I COULD HAVE FLATTENED YOU ANY TIME I FELT LIKE IT!
I WAS TOYING WITH YOU TILL NOW... BUT YOU'RE TOO DUMB TO REALIZE IT!
IT'S WORKING! I'M GETTING TO HIM! HE'S STARTING TO TREMBLE WITH RAGE!
YOU DARE SPEAK THAT WAY...TO ME?!!

YOU THINK I NEED MY WEAPONS TO DEFEAT YOU??
YOU JUST KNOW IT, CHARLIE!
YOU THINK I'M NOT YOUR MASTER, ANYWAY??
WOW! THERE'S NO DENYING HIS STRENGTH ...OR HIS SKILL!
YOU CAN DODGE SOME OF MY BLOWS, YOU WALL-CRAWLING WEASEL...
EXCEPT FOR MY SPIDER SPEED, HE'D HAVE HAD ME!
BUT YOU CAN'T DODGE THEM ALL!
AND, WHEN I FINALLY CONNECT...
IT'LL BE YOUR FINISH!
IF YOU'RE TRYING TO TALK ME TO DEATH, YOU MAY HAVE SOMETHING THERE, MAN!
OTHERWISE... FORGET IT!
GOOD! HE'S STARTING TO SWING WILD!
BUT...THE STRENGTH... IN HIS FINGERS... IS HARD TO BELIEVE!
I'VE GOT TO...BREAK FREE... FAST!
HAH! OUT-FOXED YOU THAT TIME!
NOW THE MOMENT IS MINE!
I HATE TO BE A SPOIL SPORT, SWEETIE..!
ZAP!
BUT, IF I WAS AS EASY TO BEAT AS ALL THAT...
SOK!
I'D NEVER HAVE BECOME A LEGEND IN MY OWN TIME... RIGHT?
HAVE TO KEEP PULLING MY PUNCHES!
SAY! I HOPE I'M NOT BORING YOU?
DON'T DARE FORGET...HE'S STILL HARRY'S DAD!
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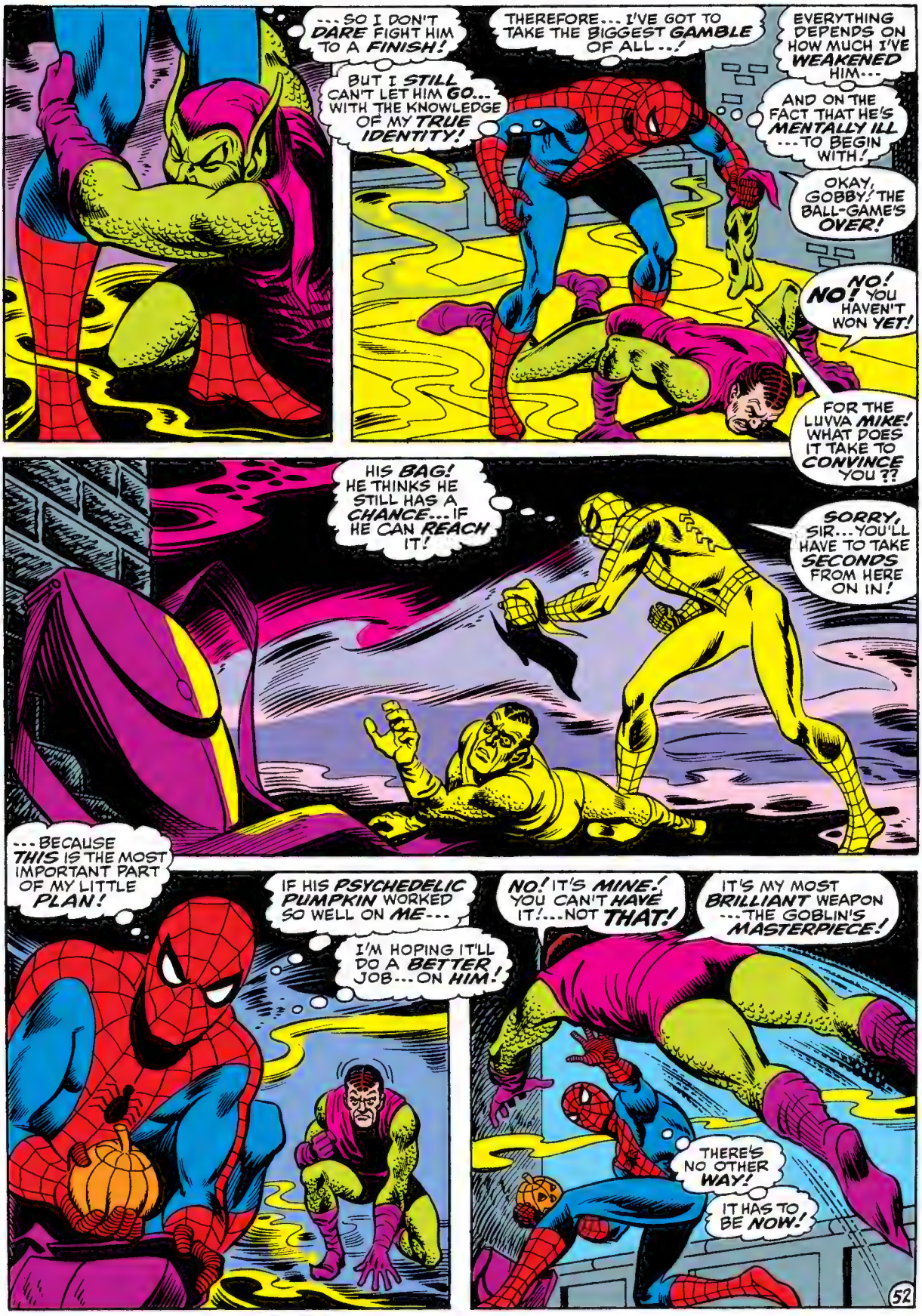
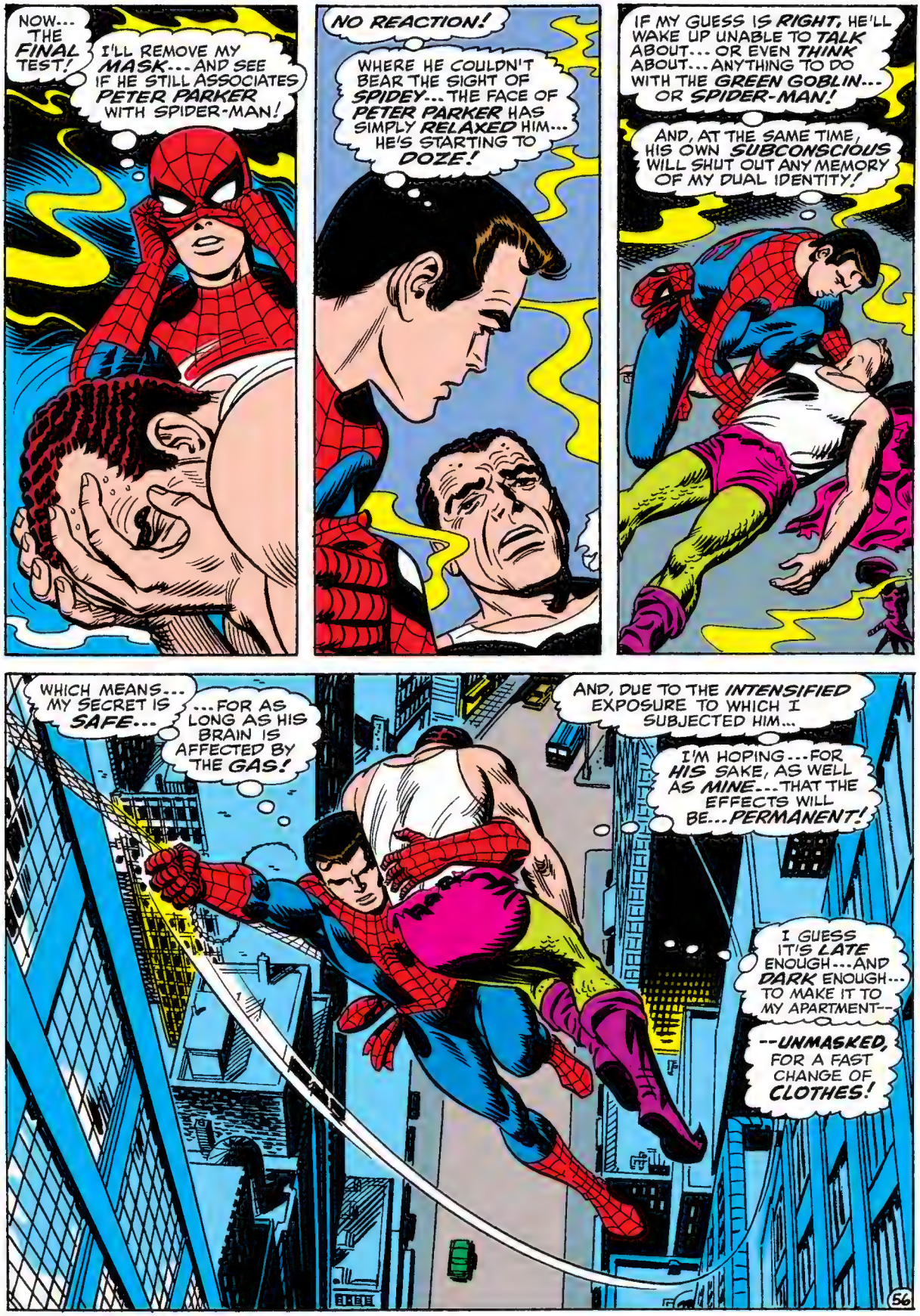
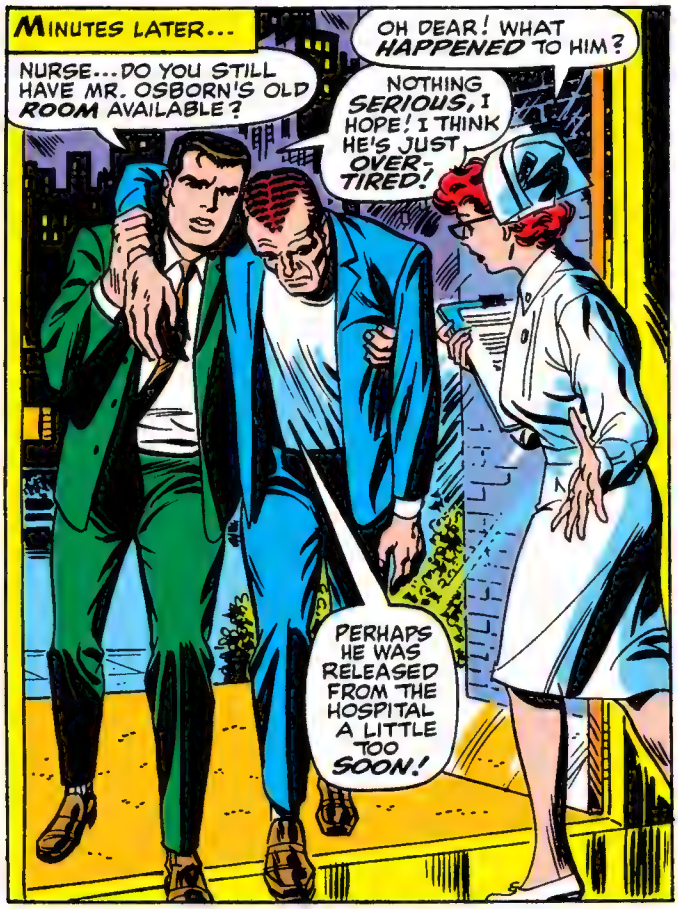

...SO I DON'T DARE FIGHT HIM TO A FINISH!
BUT I STILL CAN'T LET HIM GO... WITH THE KNOWLEDGE OF MY TRUE IDENTITY!
THEREFORE... I'VE GOT TO TAKE THE BIGGEST GAMBLE OF ALL...!
EVERYTHING DEPENDS ON HOW MUCH I'VE WEAKENED HIM...
AND ON THE FACT THAT HE'S MENTALLY ILL ...TO BEGIN WITH!
OKAY, GOBBY! THE BALL-GAME'S OVER!
NO! NO! YOU HAVEN'T WON YET!
FOR THE LUVVA MIKE! WHAT DOES IT TAKE TO CONVINCE YOU??
HIS BAG! HE THINKS HE STILL HAS A CHANCE... IF HE CAN REACH IT!
SORRY, SIR... YOU'LL HAVE TO TAKE SECONDS FROM HERE ON IN!
...BECAUSE THIS IS THE MOST IMPORTANT PART OF MY LITTLE PLAN!
IF HIS PSYCHEDELIC PUMPKIN WORKED SO WELL ON ME---
I'M HOPING IT'LL DO A BETTER JOB... ON HIM!
NO! IT'S MINE! YOU CAN'T HAVE IT!...NOT THAT!
IT'S MY MOST BRILLIANT WEAPON ...THE GOBLIN'S MASTERPIECE!
THERE'S NO OTHER WAY!
IT HAS TO BE NOW!

WHATEVER I'M ABOUT TO DO... IS FOR YOUR OWN GOOD!
I KNOW YOU CAN'T EVEN BEGIN TO BELIEVE ME...OR TO UNDERSTAND...
BUT I'VE GOT TO DO IT...NO MATTER WHAT!
BREATHE IT IN, SLOWLY...BREATHE THE VAPORS... YOUR VAPORS!
THAT'S IT! IT'S WORKING! IT HAS TO WORK! EVERYTHING DEPENDS UPON IT!
NOW DREAM, DO YOU HEAR ME? DREAM!
DREAM... AS YOU NEVER DID BEFORE... AS YOU NEVER WILL AGAIN!
AAAA

NO! NO! DON'T MAKE ME LOOK--- DON'T MAKE ME HAVE TO--- FACE MYSELF!!
YOU MUST! YOU HAVE TO! IT'S THE ONLY WAY!
SEE!! SEE WHAT THE GOBLIN REALLY IS!!
AND NOW... LOOK AT ME! LOOK AT SPIDER-MAN!
THAT'S IT! KEEP LOOKING! DON'T TURN AWAY!
THEY'RE THE TWO MOST HORRIBLE THINGS IN THE WORLD!!
THE GREEN GOBLIN--- AND SPIDER-MAN!!
SPIDER-MAN---
---AND THE GREEN GOBLIN!
THEIR FACES--- THEIR NAMES--- WILL HAUNT YOU--- WILL TURN YOU OFF!!
GOBLIN
SPIDER-MAN
GOBLIN
54

THE SECONDS TURN TO MINUTES ...AND THE MINUTES TICK MADDENINGLY BY... AS THE SAME TWO NAMES ARE REPEATED...OVER AND OVER AND OVER UNTIL, AT LAST...
THESE CLOTHES I'M WEARING... THEY'RE A COSTUME!!
THEY'RE... THE GOBLIN'S COSTUME!
NO! NO! NO!
RRRRIPPP!
I CAN'T BEAR IT! NOT THE GOBLIN! NOT HIS COSTUME! NOT HIS!!
SSSKK KKATCH!
SPIDER-MAN!!
NO! NOT YOU, TOO! STAY BACK! STAY BACK!!
STAY AWAY FROM ME... WHOEVER YOU ARE!
THE WAY HE SAID: "WHOEVER YOU ARE"--!
IT CAN ONLY MEAN... HE NO LONGER REMEMBERS!
THE SHOCK... THE AGONY OF THE PSYCHEDELIC GAS--HAVE FORCED HIM TO CLOSE HIS MIND TO ANYTHING HAVING TO DO WITH SPIDER-MAN... OR THE GREEN GOBLIN...
JUST AS I PRAYED IT WOULD!
NOW, THE ONLY QUESTION IS... DO I DARE TO HOPE THAT THE EFFECT WILL BE PERMANENT?
STAY AWAY! PLEASE... STAY AWAY!
55


NOW... THE FINAL TEST!
I'LL REMOVE MY MASK... AND SEE IF HE STILL ASSOCIATES PETER PARKER WITH SPIDER-MAN!
NO REACTION!
WHERE HE COULDN'T BEAR THE SIGHT OF SPIDEY... THE FACE OF PETER PARKER HAS SIMPLY RELAXED HIM... HE'S STARTING TO DOZE!
IF MY GUESS IS RIGHT, HE'LL WAKE UP UNABLE TO TALK ABOUT... OR EVEN THINK ABOUT... ANYTHING TO DO WITH THE GREEN GOBLIN... OR SPIDER-MAN!
AND, AT THE SAME TIME, HIS OWN SUBCONSCIOUS WILL SHUT OUT ANY MEMORY OF MY DUAL IDENTITY!
WHICH MEANS... MY SECRET IS SAFE...
...FOR AS LONG AS HIS BRAIN IS AFFECTED BY THE GAS!
AND, DUE TO THE INTENSIFIED EXPOSURE TO WHICH I SUBJECTED HIM...
I'M HOPING... FOR HIS SAKE, AS WELL AS MINE... THAT THE EFFECTS WILL BE... PERMANENT!
I GUESS IT'S LATE ENOUGH... AND DARK ENOUGH... TO MAKE IT TO MY APARTMENT--
--UNMASKED, FOR A FAST CHANGE OF CLOTHES!

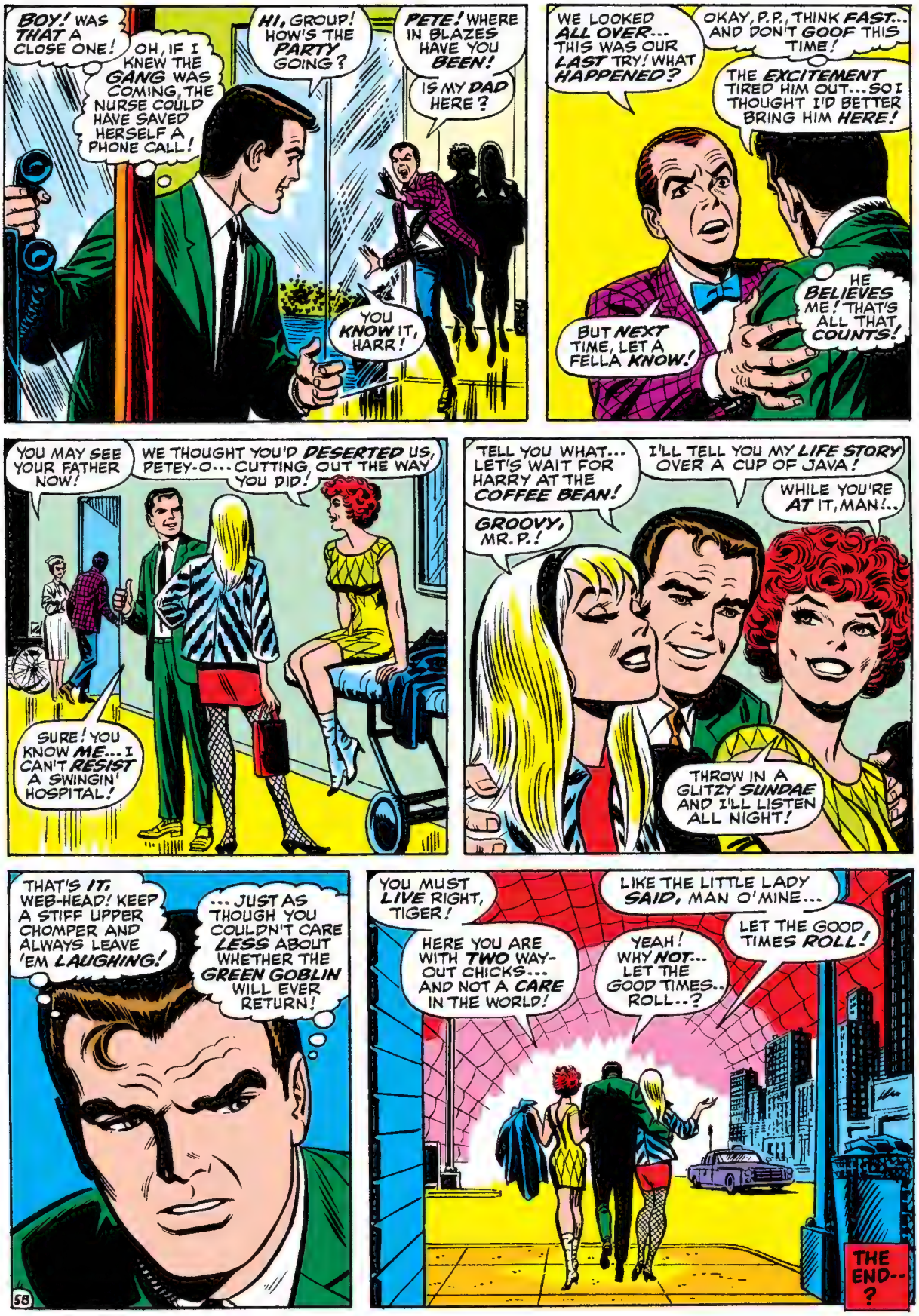

MINUTES LATER...
NURSE...DO YOU STILL HAVE MR. OSBORN'S OLD ROOM AVAILABLE?
OH DEAR! WHAT HAPPENED TO HIM?
NOTHING SERIOUS, I HOPE! I THINK HE'S JUST OVER-TIRED!
PERHAPS HE WAS RELEASED FROM THE HOSPITAL A LITTLE TOO SOON!

HIS SON THREW A PARTY FOR HIM...AND THE EXCITEMENT MUST HAVE BEEN TOO MUCH!
WELL, THE IMPORTANT THING IS TO SEE THAT HE GETS PLENTY OF REST!
I'LL LOOK AFTER HIM, AND NOTIFY THE DOCTOR IMMEDIATELY!
PUBLIC TELEPHONE
AND I BETTER LET AUNT MAY KNOW THAT I'M OKAY!
BETTER CALL HIS SON NOW, NURSE!
IF I KNOW HARRY, HE'LL BE WORRIED ABOUT HIS DAD!

PETER DEAR! WHY ON EARTH ARE YOU PHONING SO LATE?
WHAT? YOU WANTED TO LET ME KNOW...EVERY-THING IS ALL RIGHT? THERE'S NO MORE DANGER?
WHAT SORT OF DANGER?
I'M AFRAID I DON'T UNDER-STAND!

OH, BROTHER! I REALLY DID IT THIS TIME!
WHY DID I HAVE TO CALL HER WHEN I WAS SO TIRED...AND NOT THINKING CLEARLY?
WHAT AM I GONNA SAY NOW?
PETER! IS THERE SOME-THING WRONG? WHY ARE YOU ACTING SO STRANGELY?
PETER??

NO, AUNT MAY... YOU MISUNDER-STOOD! I, EH, REALLY WANTED TO SAY THAT MR. OSBORN IS IN NO DANGER! THEY FOUND HIM! HE'S ALL RIGHT!
OH, YOU DEAR, DEAR BOY... CALLING ME SO I WOULDN'T WORRY ABOUT YOUR FRIEND'S FATHER!
HOW VERY THOUGHT-FUL OF YOU!
YEAH... THOUGHTFUL!!


BOY! WAS THAT A CLOSE ONE!
OH, IF I KNEW THE GANG WAS COMING, THE NURSE COULD HAVE SAVED HERSELF A PHONE CALL!
HI, GROUP! HOW'S THE PARTY GOING?
PETE! WHERE IN BLAZES HAVE YOU BEEN!
IS MY DAD HERE?
YOU KNOW IT, HARR!
WE LOOKED ALL OVER... THIS WAS OUR LAST TRY! WHAT HAPPENED?
OKAY, P.P., THINK FAST... AND DON'T GOOF THIS TIME!
THE EXCITEMENT TIRED HIM OUT...SO I THOUGHT I'D BETTER BRING HIM HERE!
HE BELIEVES ME! THAT'S ALL THAT COUNTS!
BUT NEXT TIME, LET A FELLA KNOW!
YOU MAY SEE YOUR FATHER NOW!
WE THOUGHT YOU'D DESERTED US, PETEY-O... CUTTING OUT THE WAY YOU DID!
SURE! YOU KNOW ME... I CAN'T RESIST A SWINGIN' HOSPITAL!
TELL YOU WHAT... LET'S WAIT FOR HARRY AT THE COFFEE BEAN!
I'LL TELL YOU MY LIFE STORY OVER A CUP OF JAVA!
WHILE YOU'RE AT IT, MAN!..
GROOVY, MR. P.!
THROW IN A GLITZY SUNDAE AND I'LL LISTEN ALL NIGHT!
THAT'S IT, WEB-HEAD! KEEP A STIFF UPPER CHOMPER AND ALWAYS LEAVE 'EM LAUGHING!
...JUST AS THOUGH YOU COULDN'T CARE LESS ABOUT WHETHER THE GREEN GOBLIN WILL EVER RETURN!
YOU MUST LIVE RIGHT, TIGER!
LIKE THE LITTLE LADY SAID, MAN O'MINE...
HERE YOU ARE WITH TWO WAY-OUT CHICKS... AND NOT A CARE IN THE WORLD!
YEAH! WHY NOT... LET THE GOOD TIMES.. ROLL--?
LET THE GOOD TIMES ROLL!
THE END--?

NEXT ISSUE:
THE MYSTERY OF THE TV TERROR!

SPIDERMAN SPECIAL
TWICE AS MANY PAGES!
TWICE AS MANY THRILLS!
KING-SIZE SPECIAL!
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
MARVEL COMICS GROUP
25¢ IND.
5 NOV
ROMITA
AT LONG LAST--
THE PARENTS OF PETER PARKER!

THE AMAZING SPIDER-MAN!™
"THE PARENTS OF PETER PARKER!"
MY SPIDER SENSE! TINGLING LIKE MAD! IT MEANS-- I'M ABOUT TO BE ATTACKED!
AMONGST THE SILENT SHADOWS OF THE MYSTERIOUS CASBAH, IN FAR-OFF ALGERIA, A STEALTHY, SUPER-POWERED FIGURE GRIMLY SEARCHES FOR-- BUT, WAIT! IT WILL ALL BE REVEALED TO YOU IN GOOD TIME! RIGHT NOW, SPIDEY SENSES DANGER-- AND SO OUR SAGA BEGINS--
WARNING!! WHEN YOU FINALLY MEET OUR SCURRILOUS SUPER-VILLAIN, PREPARE YOURSELF FOR ONE OF THE BIGGEST SURPRISES OF THE YEAR!
PHANTASMAGORICALLY PRODUCED BY:
SMILIN' STAN LEE and LARRUPIN' LARRY LIEBER
EMBELLISHED BY: MICKEY DEMEO
LETTERED BY: ARTIE SIMEK
JAZZY JOHNNY ROMITA, CHAOTIC CONSULTANT
1

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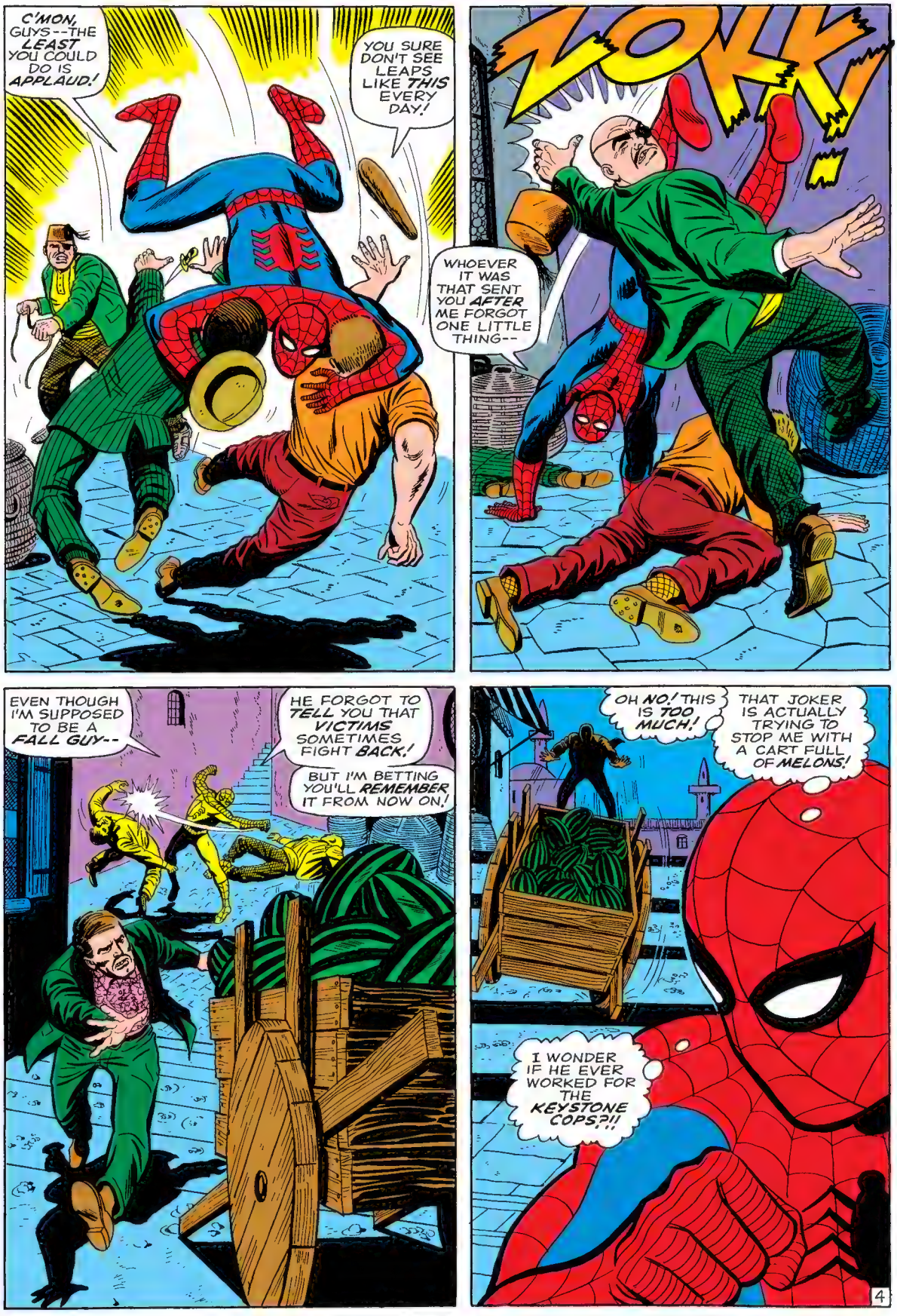
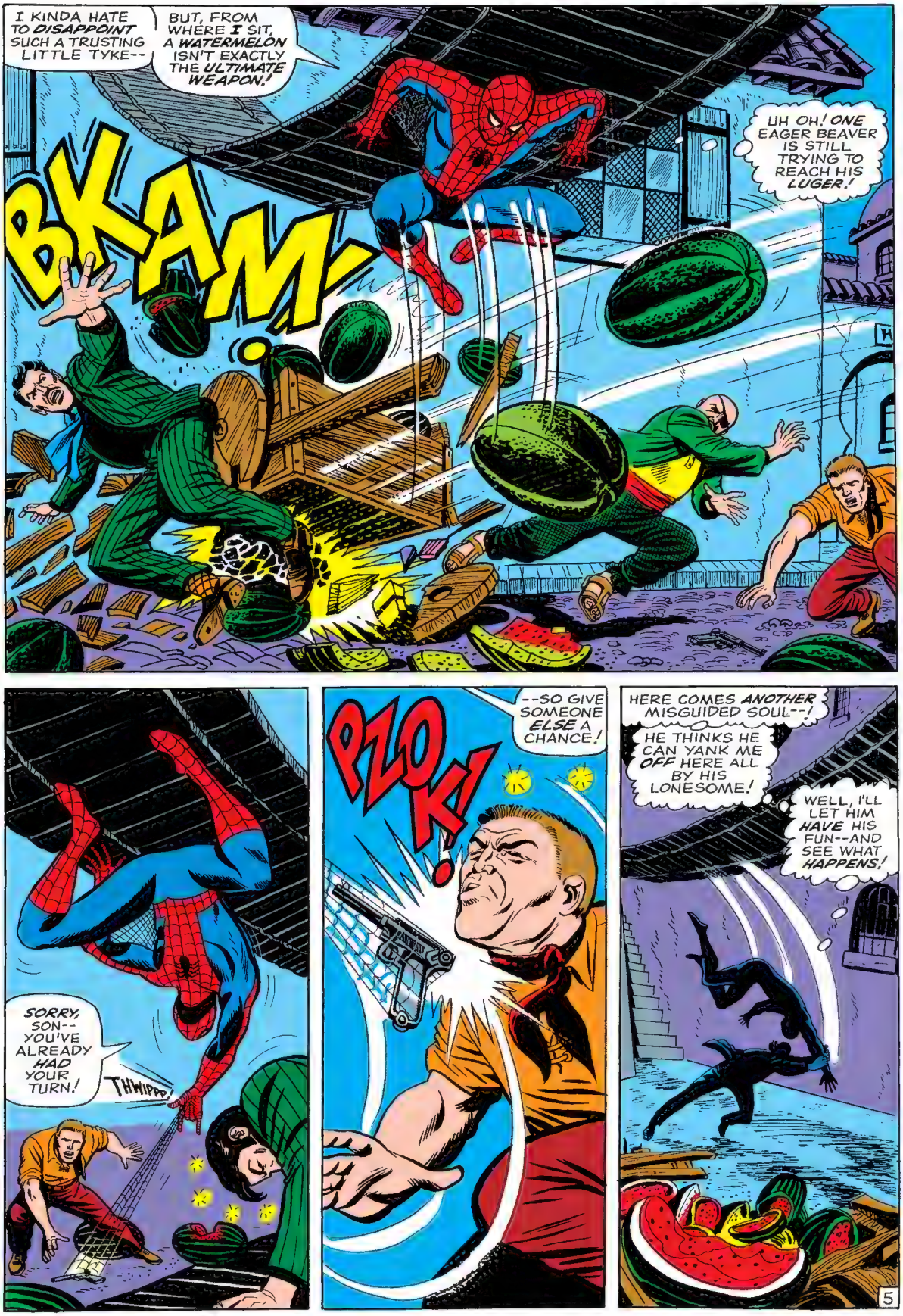
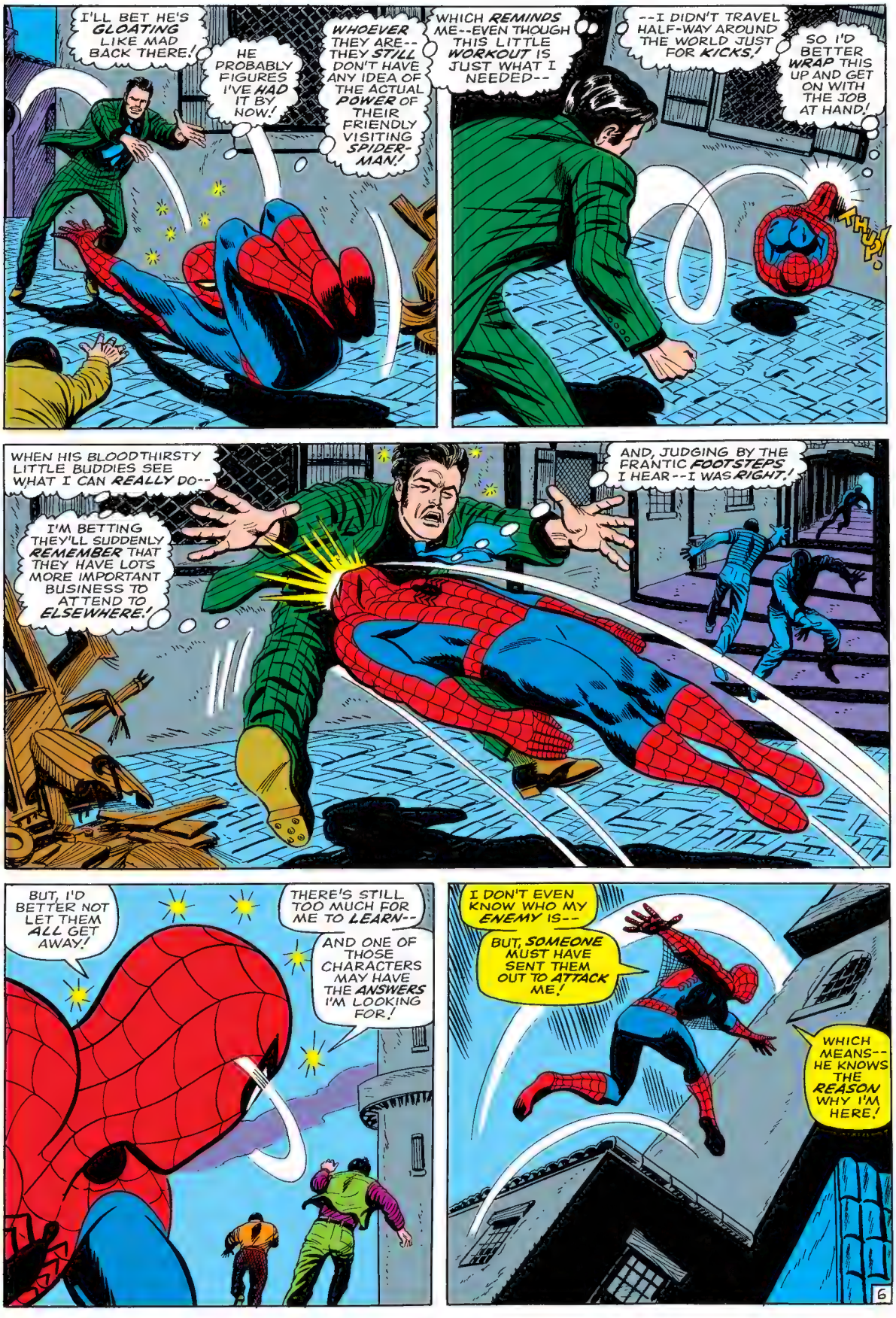
THE SHADOW OF A MAN-- WIELDING A KNIFE!
I'LL WAIT TILL THE LAST SECOND... AND THEN--!
--I'LL HURL MYSELF ASIDE!!
WOW! WHOEVER TOSSED THAT--JUST WASN'T KIDDING!
PTWANNG!
AND, WHAT'S EVEN WORSE--
HE WASN'T ALONE, EITHER!
OKAY, WEB-HEAD-- HERE WE GO AGAIN--!
2

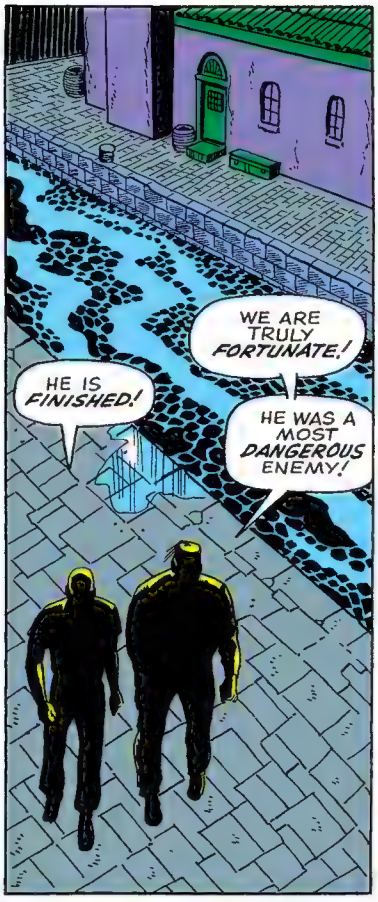
Y'KNOW SOMETHING, MISTER?
GETTING AMBUSHED LIKE THIS MAKES ME MIGHTY ANGRY!
NOT JUST BECAUSE YOU'RE OUT TO SHORTEN MY LIFE SPAN--
BUT, EVEN MORE THAN THAT--
A FELLA LIKE ME KINDA RESENTS BEING CONSIDERED A PUSHOVER!
ONE THING I'LL SAY FOR THEM--
THEY SURE DON'T TALK A LOT!
I DON'T KNOW WHO TIPPED THEM OFF ABOUT ME--BUT ONE THING'S FOR SURE--
MEMBERS OF MY FAN CLUB THEY'RE NOT!
3

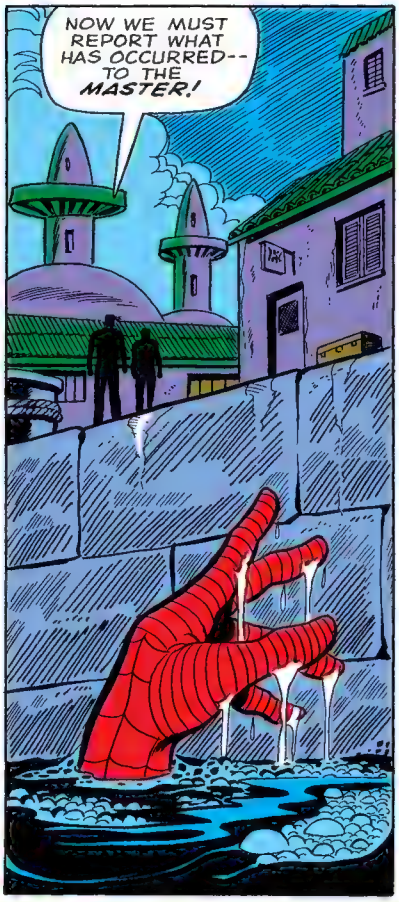

C'MON, GUYS--THE LEAST YOU COULD DO IS APPLAUD!
YOU SURE DON'T SEE LEAPS LIKE THIS EVERY DAY!
WHOEVER IT WAS THAT SENT YOU AFTER ME FORGOT ONE LITTLE THING--
ZOK!
EVEN THOUGH I'M SUPPOSED TO BE A FALL GUY--
HE FORGOT TO TELL YOU THAT VICTIMS SOMETIMES FIGHT BACK!
BUT I'M BETTING YOU'LL REMEMBER IT FROM NOW ON!
OH NO! THIS IS TOO MUCH!
THAT JOKER IS ACTUALLY TRYING TO STOP ME WITH A CART FULL OF MELONS!
I WONDER IF HE EVER WORKED FOR THE KEYSTONE COPS?!!
4

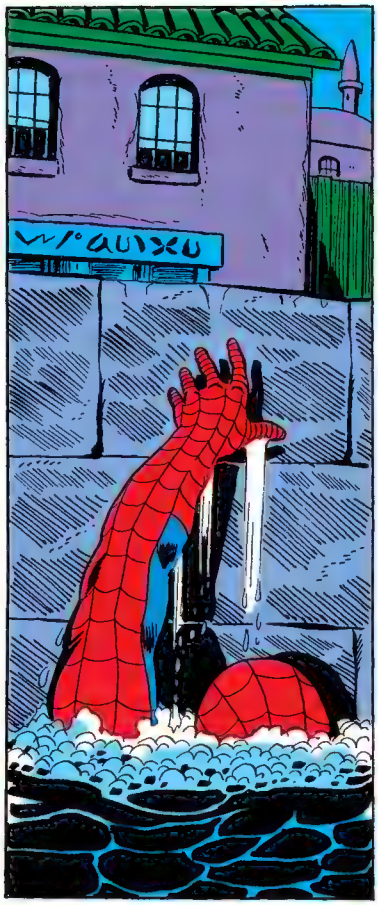

I KINDA HATE TO DISAPPOINT SUCH A TRUSTING LITTLE TYKE--
BUT, FROM WHERE I SIT, A WATERMELON ISN'T EXACTLY THE ULTIMATE WEAPON!
BKAM-
UH OH! ONE EAGER BEAVER IS STILL TRYING TO REACH HIS LUGER!
SORRY, SON-- YOU'VE ALREADY HAD YOUR TURN!
THWIPPP!
PZOK!
--SO GIVE SOMEONE ELSE A CHANCE!
HERE COMES ANOTHER MISGUIDED SOUL--!
HE THINKS HE CAN YANK ME OFF HERE ALL BY HIS LONESOME!
WELL, I'LL LET HIM HAVE HIS FUN--AND SEE WHAT HAPPENS!

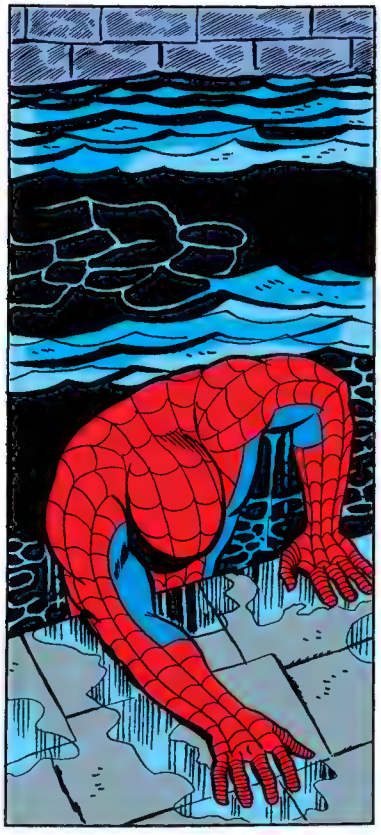

I'LL BET HE'S GLOATING LIKE MAD BACK THERE!
HE PROBABLY FIGURES I'VE HAD IT BY NOW!
WHOEVER THEY ARE--THEY STILL DON'T HAVE ANY IDEA OF THE ACTUAL POWER OF THEIR FRIENDLY VISITING SPIDER-MAN!
WHICH REMINDS ME--EVEN THOUGH THIS LITTLE WORKOUT IS JUST WHAT I NEEDED--
--I DIDN'T TRAVEL HALF-WAY AROUND THE WORLD JUST FOR KICKS!
SO I'D BETTER WRAP THIS UP AND GET ON WITH THE JOB AT HAND!
THUD!
WHEN HIS BLOODTHIRSTY LITTLE BUDDIES SEE WHAT I CAN REALLY DO--
I'M BETTING THEY'LL SUDDENLY REMEMBER THAT THEY HAVE LOTS MORE IMPORTANT BUSINESS TO ATTEND TO ELSEWHERE!
AND, JUDGING BY THE FRANTIC FOOTSTEPS I HEAR--I WAS RIGHT!
BUT, I'D BETTER NOT LET THEM ALL GET AWAY!
THERE'S STILL TOO MUCH FOR ME TO LEARN--
AND ONE OF THOSE CHARACTERS MAY HAVE THE ANSWERS I'M LOOKING FOR!
I DON'T EVEN KNOW WHO MY ENEMY IS--
BUT, SOMEONE MUST HAVE SENT THEM OUT TO ATTACK ME!
WHICH MEANS--HE KNOWS THE REASON WHY I'M HERE!

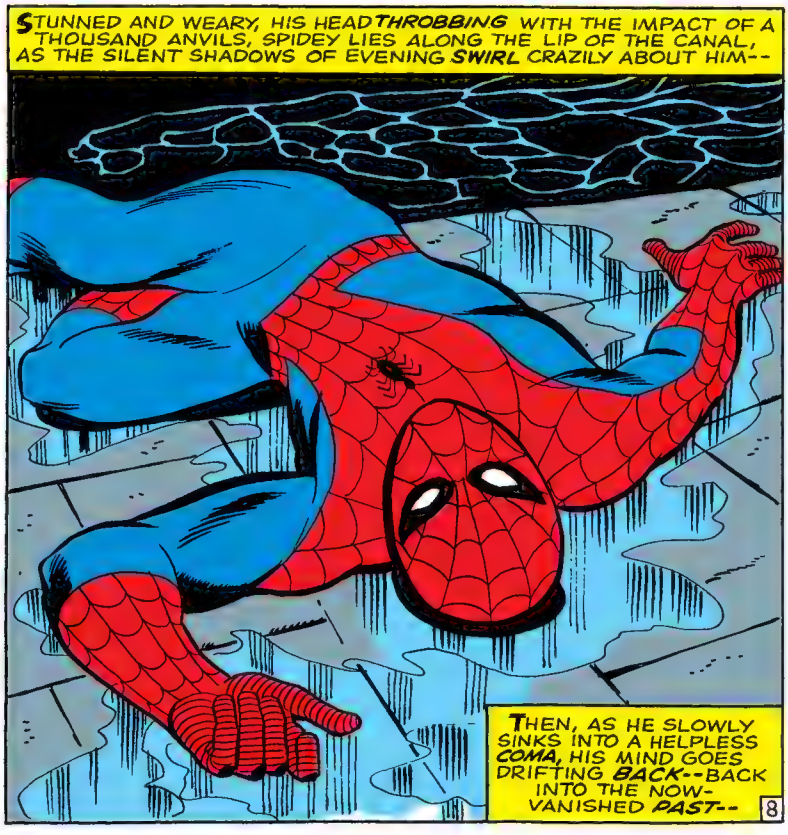
BUT, FOR ONE BRIEF SECOND, THE YOUTHFUL WEB-SLINGER LOSES HIS OWN NATURAL CAUTION, AS HE FAILS TO NOTICE THE DEADLY PISTOL BEING WITHDRAWN FROM BENEATH A SILKEN WAIST SASH--!
ALL I HAVE TO DO IS KEEP THEM IN SIGHT--!
A SPLIT-SECOND LATER, REALIZING THE DANGER--THE STARTLED SPIDER-MAN BARELY HAS TIME TO AVERT HIS HEAD ENOUGH TO SAVE HIS LIFE--AND THEN--
HE HAS A GUN!
ABOUT TO SHOOT!!
I'VE GOT TO SPIN AROUND AND--
UNHHH!
KRAK
7


HE IS FINISHED!
WE ARE TRULY FORTUNATE!
HE WAS A MOST DANGEROUS ENEMY!


NOW WE MUST REPORT WHAT HAS OCCURRED-- TO THE MASTER!

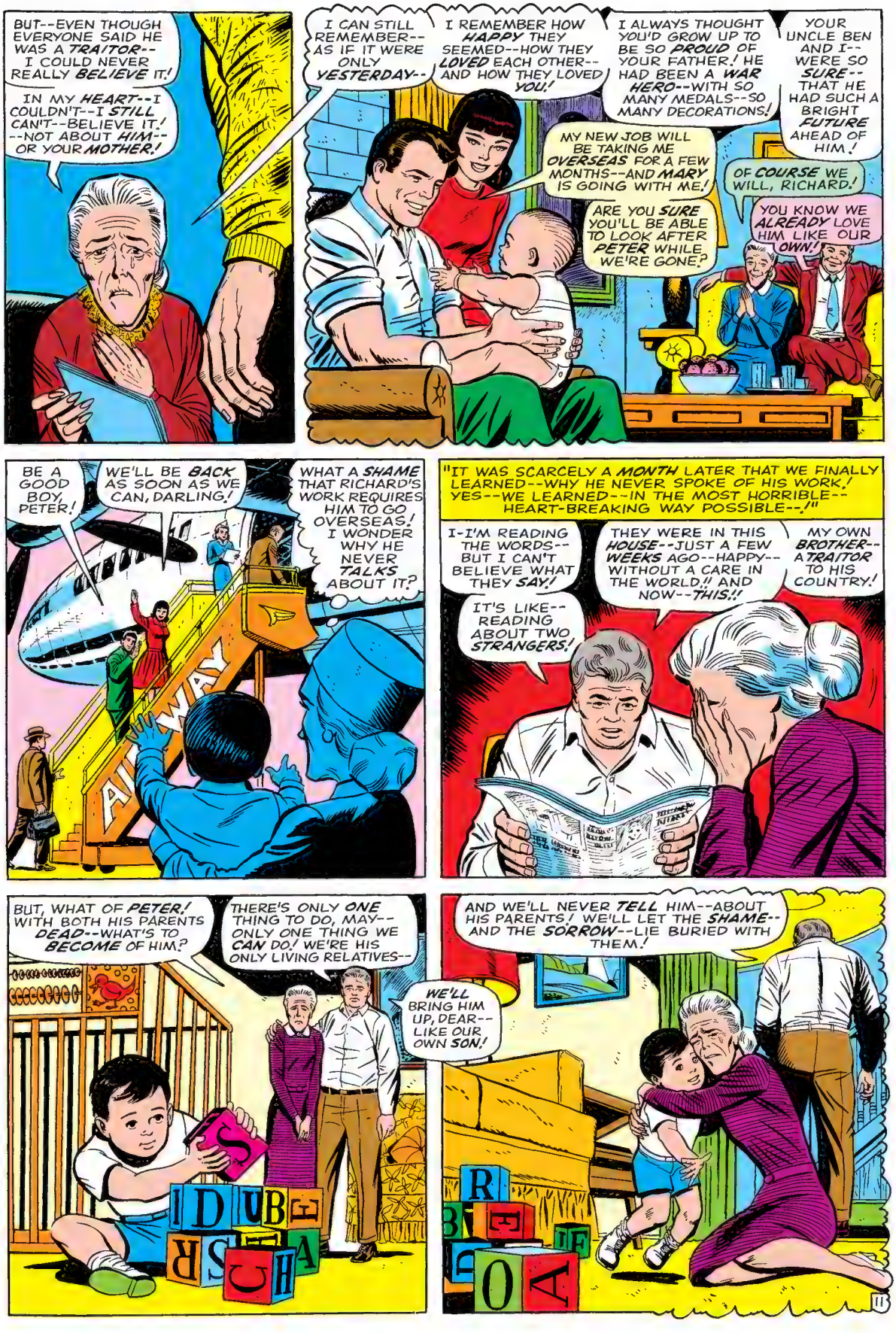


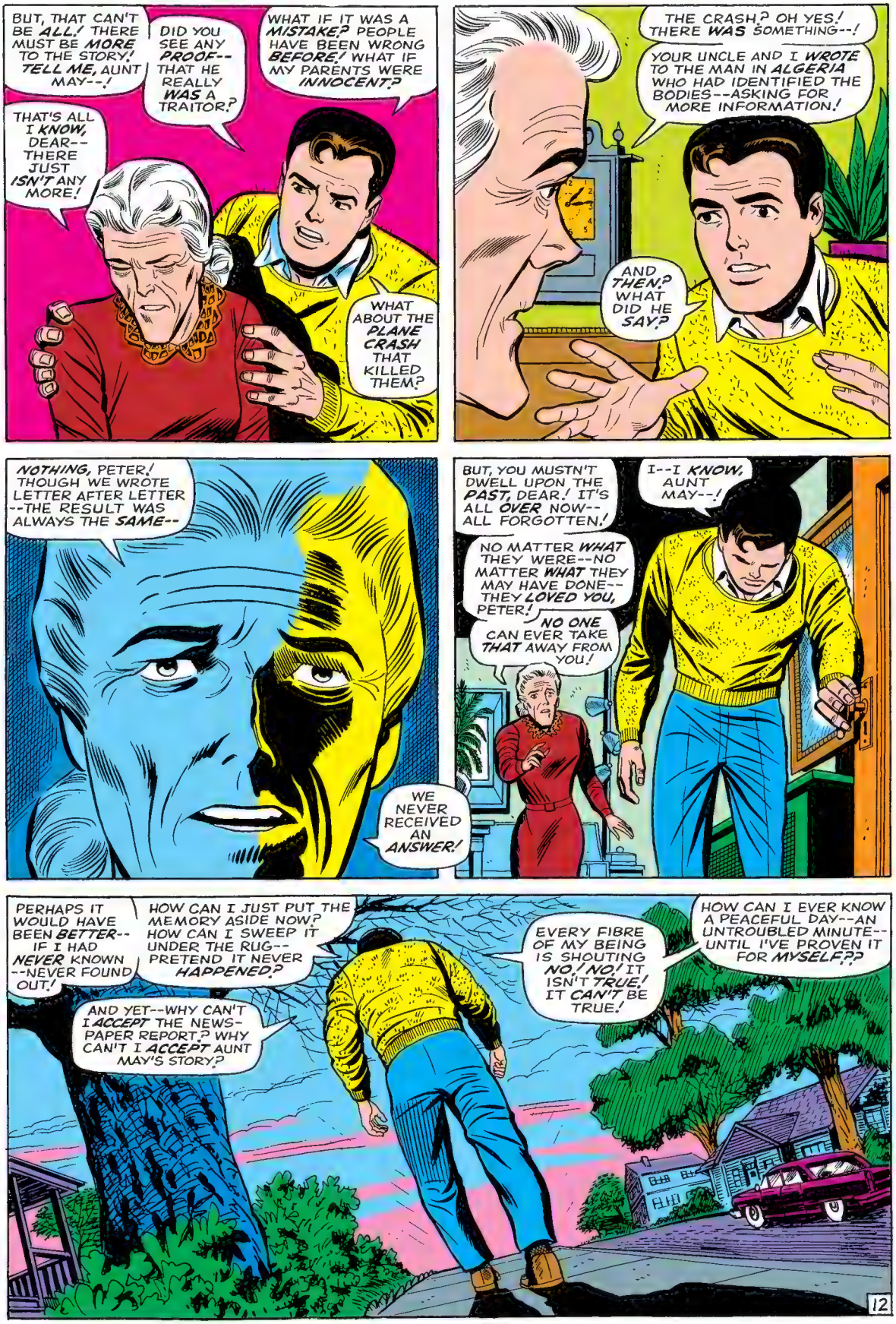


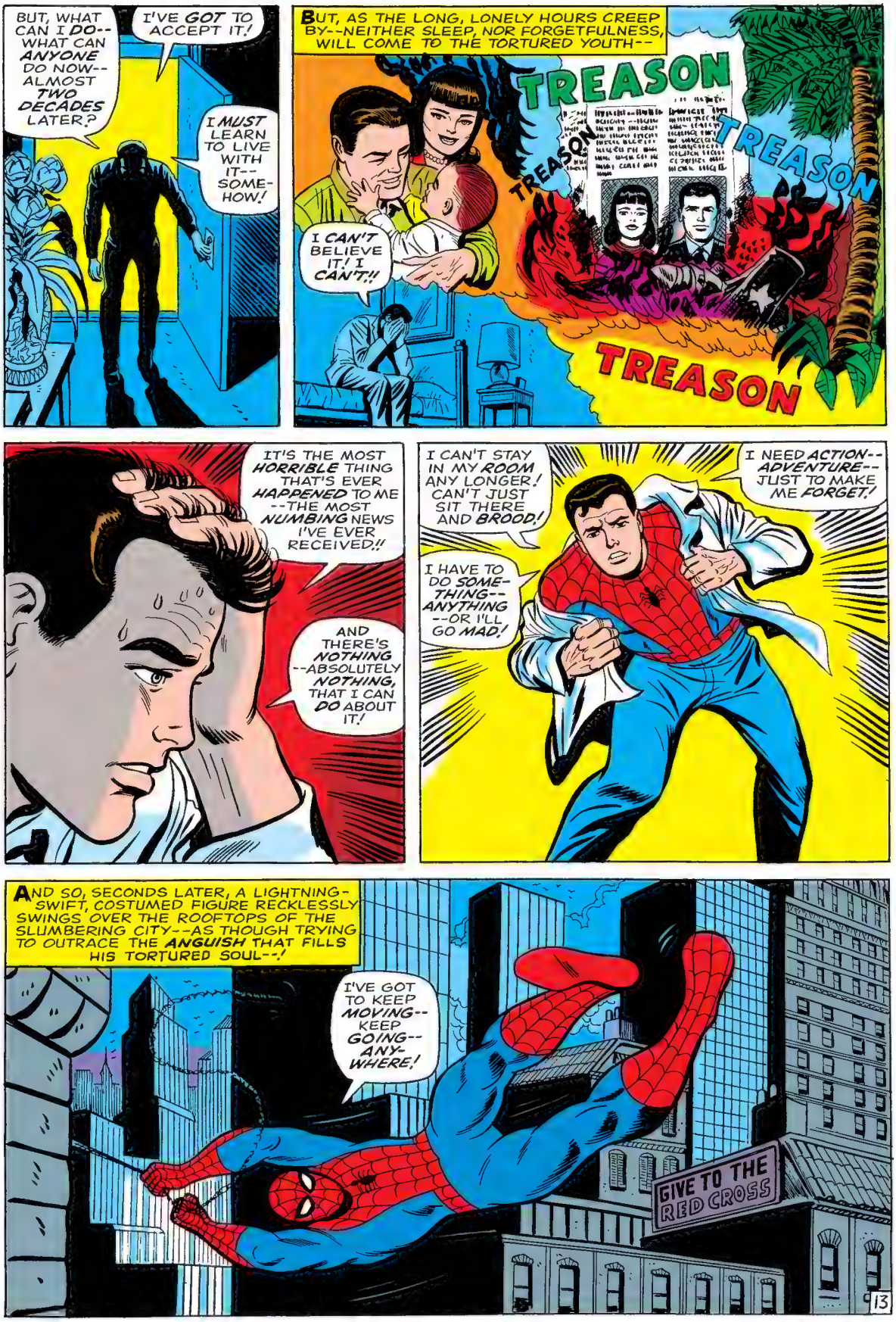

STUNNED AND WEARY, HIS HEAD THROBBING WITH THE IMPACT OF A THOUSAND ANVILS, SPIDEY LIES ALONG THE LIP OF THE CANAL, AS THE SILENT SHADOWS OF EVENING SWIRL CRAZILY ABOUT HIM--
THEN, AS HE SLOWLY SINKS INTO A HELPLESS COMA, HIS MIND GOES DRIFTING BACK--BACK INTO THE NOW-VANISHED PAST--

--BACK TO THAT ONE TRAUMATIC MOMENT--JUST A FEW SHORT DAYS AGO--WHEN IT ALL BEGAN--WHEN HE MOVED A TRUNK INTO THE BASEMENT AT THE REQUEST OF HIS DOTING AUNT MAY--!
CAREFUL, PETER DEAR! I WOULDN'T WANT YOU TO STRAIN YOURSELF!
DON'T WORRY, AUNT MAY! I CAN HANDLE IT!
THEN, IT HAPPENED! THE RICKETY TRUNK BEGAN TO SLIP DOWN THE STAIRS--AND, IN AN EFFORT TO STOP IT, PETER PARKER SUDDENLY LUNGED OUT--GRIPPING IT WITH ALL HIS AMAZING STRENGTH--
I GRABBED IT TOO HARD! I TORE THE LOCK FROM ITS HINGES--WITH MY BARE HAND!
IF AUNT MAY HAD BEEN WATCHING--HOW COULD I EVER EXPLAIN TO HER--ABOUT MY POWER??
I'VE GOT TO PICK EVERYTHING UP AND THEN REPAIR THE LATCH SOMEHOW--BEFORE SHE'S AWARE OF IT!
SHE MUST HAVE BEEN SAVING THESE MEMENTOS IN THE ATTIC FOR YEARS! OLD LETTERS--SOUVENIRS--PHOTOGRAPHS--SOME OF THEM YELLOW WITH AGE!
THIS PHOTO--AND THAT NEWSPAPER CLIPPING! THE MAN'S FACE--HE LOOKS LIKE--ME!
THE NAME--RICHARD PARKER--! NO WONDER HE LOOKS LIKE ME!!
HE'S GOT TO BE--MY FATHER!!
BUT--THE NEWSPAPER CLIPPING!! IT CAN'T BE TRUE! IT--IT CAN'T BE!!
NEWS SERVICE ... JUNE '49
RICHARD PARKER AND WIFE KILLED IN PLANE CRASH IN ALGERIA
PARKER PRIME SUSPECT IN SPY PLOT AGAINST THE UNITED STATES
INCRIMINATING EVIDENCE FOUND UPON HIS BODY
U.S. Embassy Refuses Comment
Congress Demands Investigation
Public Demands To Know "Why"
Did They Betray Their Country?
ACCUSED TRAITORS PHOTOGRAPHED BEFORE THE FATAL ACCIDEN
ALL MY LIFE--I'VE WONDERED--WANTED TO KNOW--WHO MY PARENTS WERE!!
AND NOW--AT LAST--I FIND OUT--!!
THEY WERE BOTH--TRAITORS!!
THEN--THIS IS WHY AUNT MAY HAS KEPT IT FROM ME--ALL THESE YEARS!!
9

BUT I'VE GOT TO KNOW MORE! I CAN'T JUST PRETEND IT NEVER HAPPENED!
NO MATTER WHAT THEY WERE GUILTY OF--NO MATTER HOW IT MAY HURT--
AUNT MAY!! THIS CLIPPING--IT FELL OUT OF THE TRUNK!
CLIPPING? YOU CAN'T MEAN--? OH NO! YOU DIDN'T--FIND IT--!!
YOU NEVER TOLD ME--ANYTHING ABOUT MY PARENTS--EXCEPT THAT THEY DIED--WHEN I WAS A BABY!
NOW I KNOW --THE REASON WHY!
OH, PETER --I'M SO SORRY!!
YOUR UNCLE BEN--AND I--TRIED SO HARD TO KEEP IT FROM YOU!!
BUT HOW?? HOW COULD MY OWN PARENTS--UNCLE BEN'S OWN BROTHER--ACTUALLY BE TRAITORS TO THEIR COUNTRY?? HOW??
THERE WAS NOTHING--THAT ANYONE COULD DO--SO WE DIDN'T WANT TO HURT YOU!
AT FIRST WE COULDN'T BELIEVE IT, EITHER! THE DREADFUL NEWS--THE AWFUL SHOCK--ALMOST KILLED YOUR UNCLE BEN!
BUT, YOUR FATHER HAD ALWAYS BEEN SO SECRETIVE--NEVER TALKING ABOUT HIS WORK--TO ANYONE!
PERHAPS I SHOULD HAVE TOLD YOU, PETER--PERHAPS YOU HAD THE RIGHT TO KNOW!
I KNOW, AUNT MAY--I KNOW HOW DIFFICULT IT MUST HAVE BEEN FOR YOU--TO KEEP THE SECRET ALL THESE YEARS!
BUT--YOU WERE SO FRAIL--SO YOUNG--SO INNOCENT--WE JUST COULDN'T--HURT YOU!
I KNOW HOW DIFFICULT MY OWN SECRET HAS BEEN--FOR ME TO KEEP!

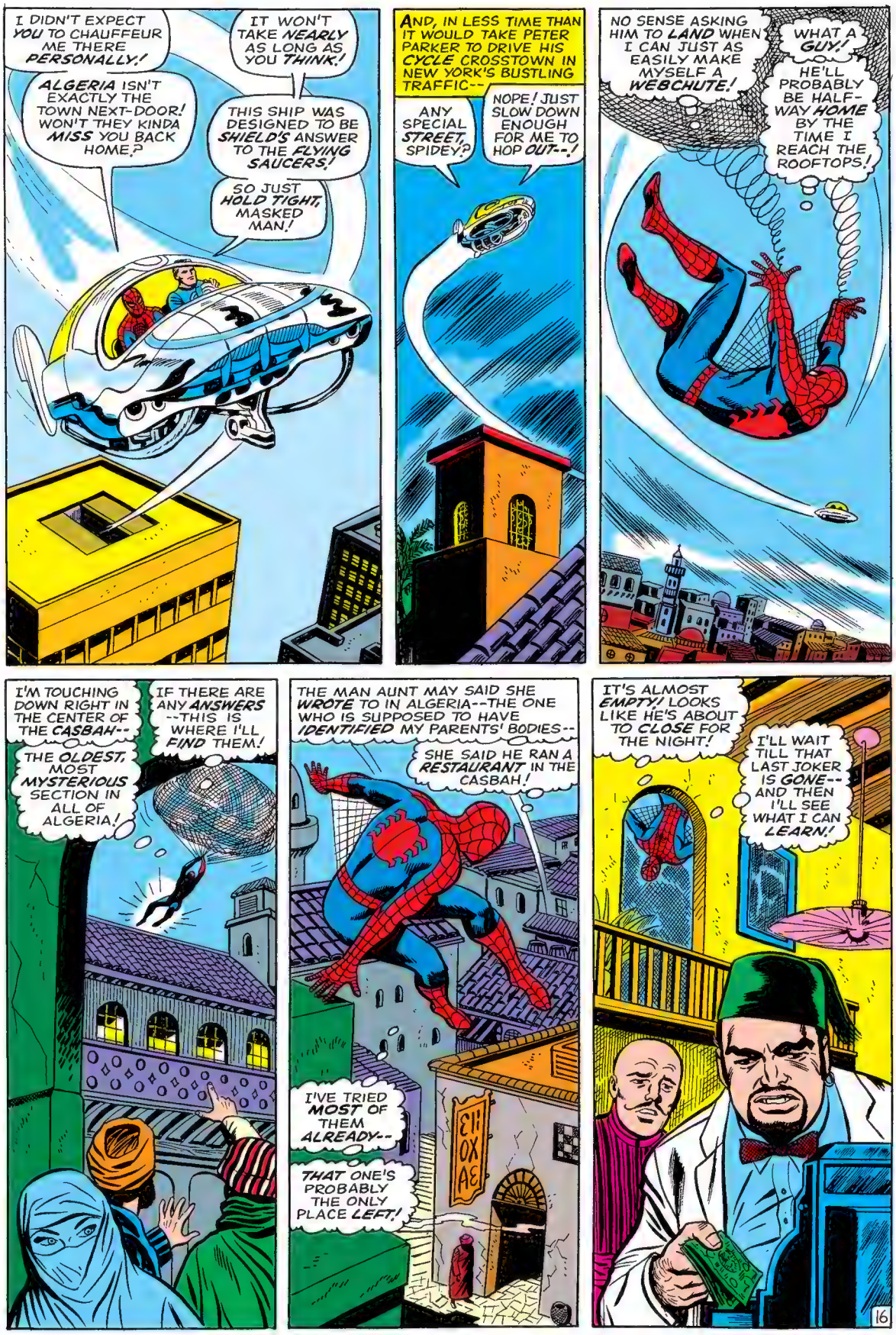

BUT--EVEN THOUGH EVERYONE SAID HE WAS A TRAITOR--I COULD NEVER REALLY BELIEVE IT!
IN MY HEART--I COULDN'T--I STILL CAN'T--BELIEVE IT!--NOT ABOUT HIM--OR YOUR MOTHER!
I CAN STILL REMEMBER--AS IF IT WERE ONLY YESTERDAY--
I REMEMBER HOW HAPPY THEY SEEMED--HOW THEY LOVED EACH OTHER--AND HOW THEY LOVED YOU!
I ALWAYS THOUGHT YOU'D GROW UP TO BE SO PROUD OF YOUR FATHER! HE HAD BEEN A WAR HERO--WITH SO MANY MEDALS--SO MANY DECORATIONS!
YOUR UNCLE BEN AND I--WERE SO SURE--THAT HE HAD SUCH A BRIGHT FUTURE AHEAD OF HIM!
MY NEW JOB WILL BE TAKING ME OVERSEAS FOR A FEW MONTHS--AND MARY IS GOING WITH ME!
OF COURSE WE WILL, RICHARD!
ARE YOU SURE YOU'LL BE ABLE TO LOOK AFTER PETER WHILE WE'RE GONE?
YOU KNOW WE ALREADY LOVE HIM LIKE OUR OWN!
BE A GOOD BOY, PETER!
WE'LL BE BACK AS SOON AS WE CAN, DARLING!
WHAT A SHAME THAT RICHARD'S WORK REQUIRES HIM TO GO OVERSEAS! I WONDER WHY HE NEVER TALKS ABOUT IT?
AIRWAY
"IT WAS SCARCELY A MONTH LATER THAT WE FINALLY LEARNED--WHY HE NEVER SPOKE OF HIS WORK! YES--WE LEARNED--IN THE MOST HORRIBLE--HEART-BREAKING WAY POSSIBLE--!"
I-I'M READING THE WORDS--BUT I CAN'T BELIEVE WHAT THEY SAY!
THEY WERE IN THIS HOUSE--JUST A FEW WEEKS AGO--HAPPY--WITHOUT A CARE IN THE WORLD!! AND NOW--THIS!!
MY OWN BROTHER--A TRAITOR TO HIS COUNTRY!
IT'S LIKE--READING ABOUT TWO STRANGERS!
BUT, WHAT OF PETER! WITH BOTH HIS PARENTS DEAD--WHAT'S TO BECOME OF HIM?
THERE'S ONLY ONE THING TO DO, MAY--ONLY ONE THING WE CAN DO! WE'RE HIS ONLY LIVING RELATIVES--
WE'LL BRING HIM UP, DEAR--LIKE OUR OWN SON!
AND WE'LL NEVER TELL HIM--ABOUT HIS PARENTS! WE'LL LET THE SHAME--AND THE SORROW--LIE BURIED WITH THEM!

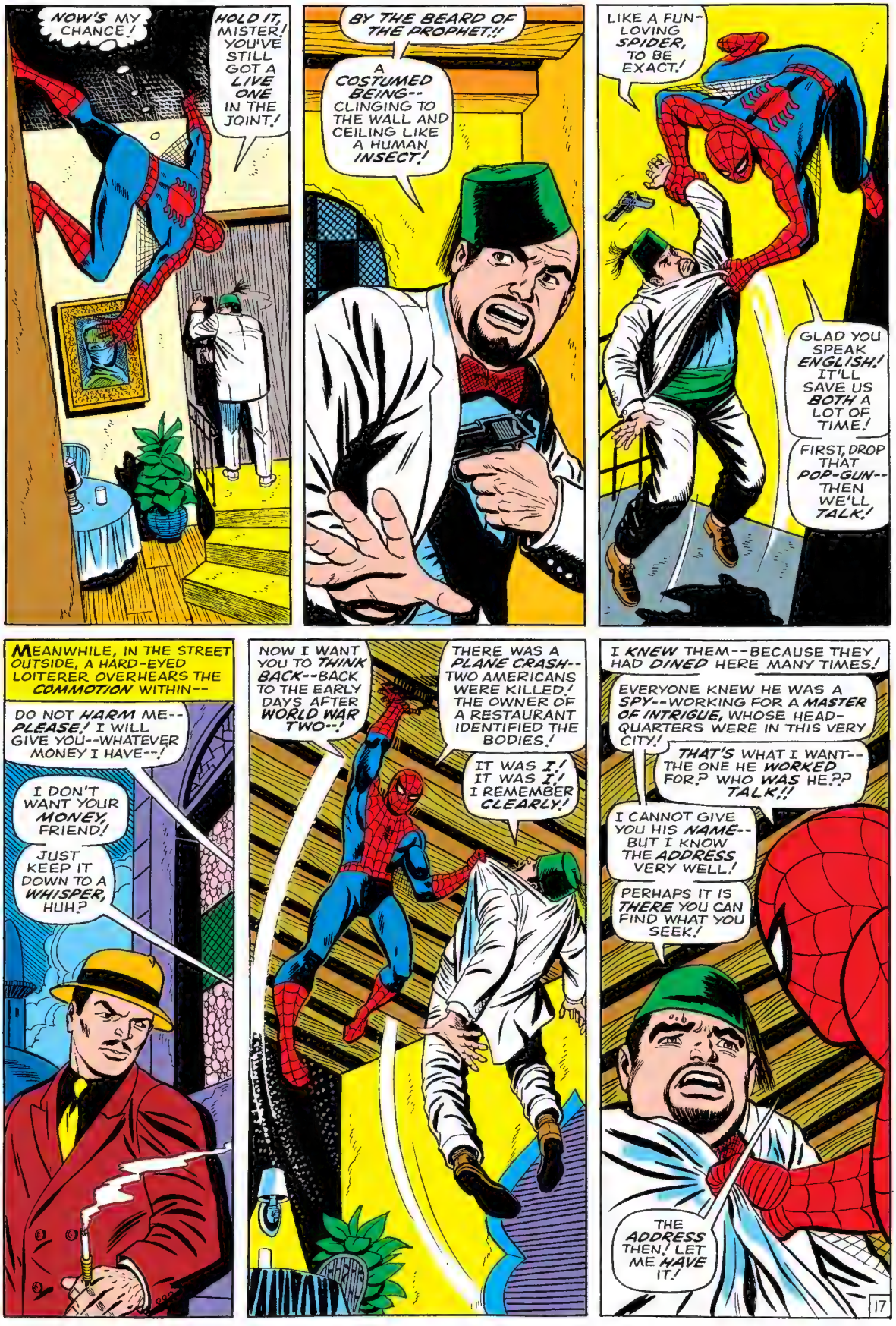

BUT, THAT CAN'T BE ALL! THERE MUST BE MORE TO THE STORY! TELL ME, AUNT MAY--!
DID YOU SEE ANY PROOF-- THAT HE REALLY WAS A TRAITOR?
WHAT IF IT WAS A MISTAKE? PEOPLE HAVE BEEN WRONG BEFORE! WHAT IF MY PARENTS WERE INNOCENT?
THAT'S ALL I KNOW, DEAR-- THERE JUST ISN'T ANY MORE!
WHAT ABOUT THE PLANE CRASH THAT KILLED THEM?
THE CRASH? OH YES! THERE WAS SOMETHING--!
YOUR UNCLE AND I WROTE TO THE MAN IN ALGERIA WHO HAD IDENTIFIED THE BODIES--ASKING FOR MORE INFORMATION!
AND THEN? WHAT DID HE SAY?
NOTHING, PETER! THOUGH WE WROTE LETTER AFTER LETTER --THE RESULT WAS ALWAYS THE SAME--
WE NEVER RECEIVED AN ANSWER!
BUT, YOU MUSTN'T DWELL UPON THE PAST, DEAR! IT'S ALL OVER NOW-- ALL FORGOTTEN!
I--I KNOW, AUNT MAY--!
NO MATTER WHAT THEY WERE--NO MATTER WHAT THEY MAY HAVE DONE-- THEY LOVED YOU, PETER!
NO ONE CAN EVER TAKE THAT AWAY FROM YOU!
PERHAPS IT WOULD HAVE BEEN BETTER-- IF I HAD NEVER KNOWN --NEVER FOUND OUT!
HOW CAN I JUST PUT THE MEMORY ASIDE NOW? HOW CAN I SWEEP IT UNDER THE RUG-- PRETEND IT NEVER HAPPENED?
AND YET--WHY CAN'T I ACCEPT THE NEWS-PAPER REPORT? WHY CAN'T I ACCEPT AUNT MAY'S STORY?
EVERY FIBRE OF MY BEING IS SHOUTING NO! NO! IT ISN'T TRUE! IT CAN'T BE TRUE!
HOW CAN I EVER KNOW A PEACEFUL DAY--AN UNTROUBLED MINUTE-- UNTIL I'VE PROVEN IT FOR MYSELF??
12

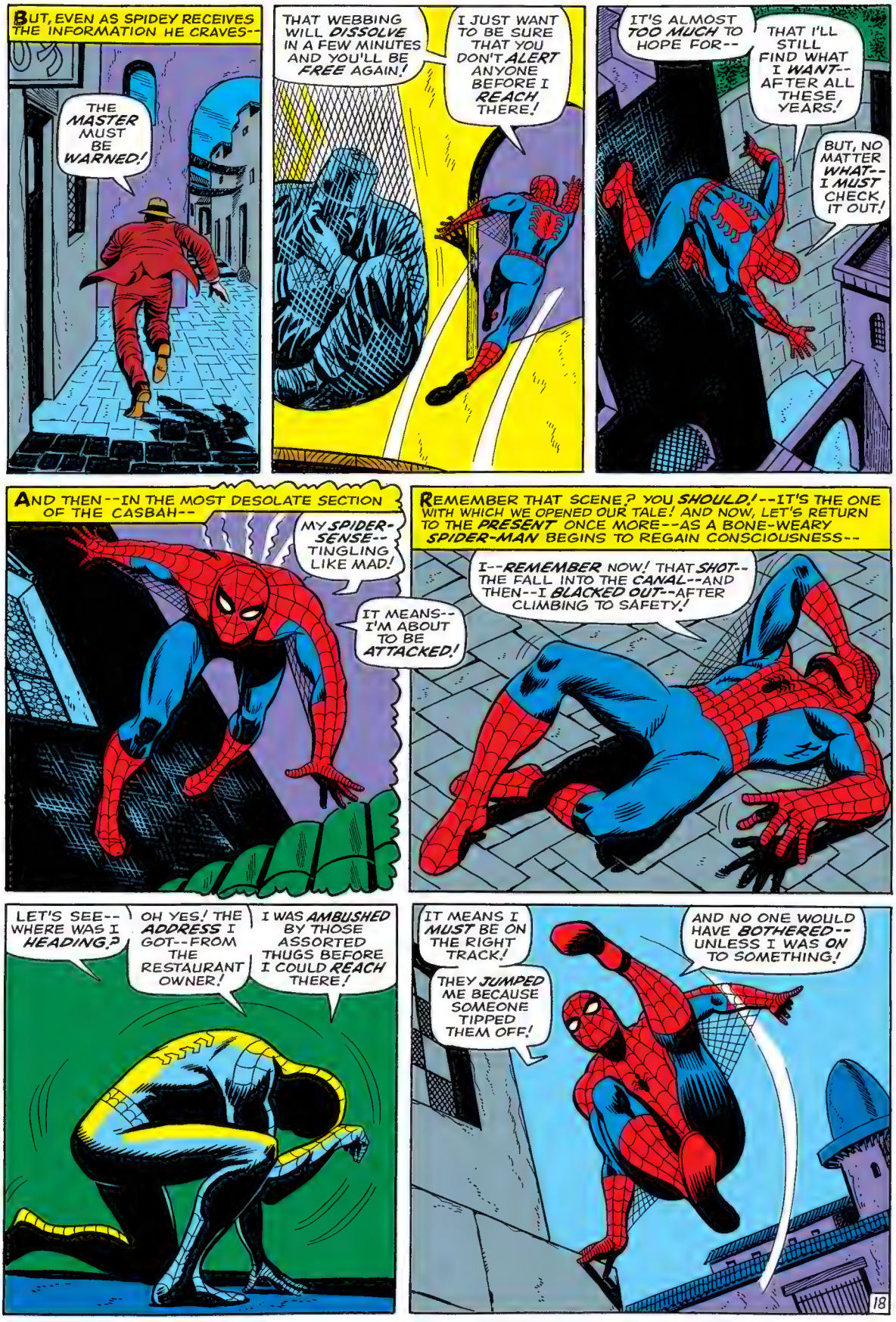

BUT, WHAT CAN I DO--WHAT CAN ANYONE DO NOW--ALMOST TWO DECADES LATER?
I'VE GOT TO ACCEPT IT!
I MUST LEARN TO LIVE WITH IT--SOMEHOW!
BUT, AS THE LONG, LONELY HOURS CREEP BY--NEITHER SLEEP, NOR FORGETFULNESS, WILL COME TO THE TORTURED YOUTH--
TREASON
TREASON
TREASON
TREASON
I CAN'T BELIEVE IT! I CAN'T!!
IT'S THE MOST HORRIBLE THING THAT'S EVER HAPPENED TO ME--THE MOST NUMBING NEWS I'VE EVER RECEIVED!!
AND THERE'S NOTHING--ABSOLUTELY NOTHING, THAT I CAN DO ABOUT IT!
I CAN'T STAY IN MY ROOM ANY LONGER! CAN'T JUST SIT THERE AND BROOD!
I NEED ACTION--ADVENTURE--JUST TO MAKE ME FORGET!
I HAVE TO DO SOMETHING--ANYTHING--OR I'LL GO MAD!
AND SO, SECONDS LATER, A LIGHTNING-SWIFT, COSTUMED FIGURE RECKLESSLY SWINGS OVER THE ROOFTOPS OF THE SLUMBERING CITY--AS THOUGH TRYING TO OUTRACE THE ANGUISH THAT FILLS HIS TORTURED SOUL--!
I'VE GOT TO KEEP MOVING--KEEP GOING--ANYWHERE!
GIVE TO THE RED CROSS

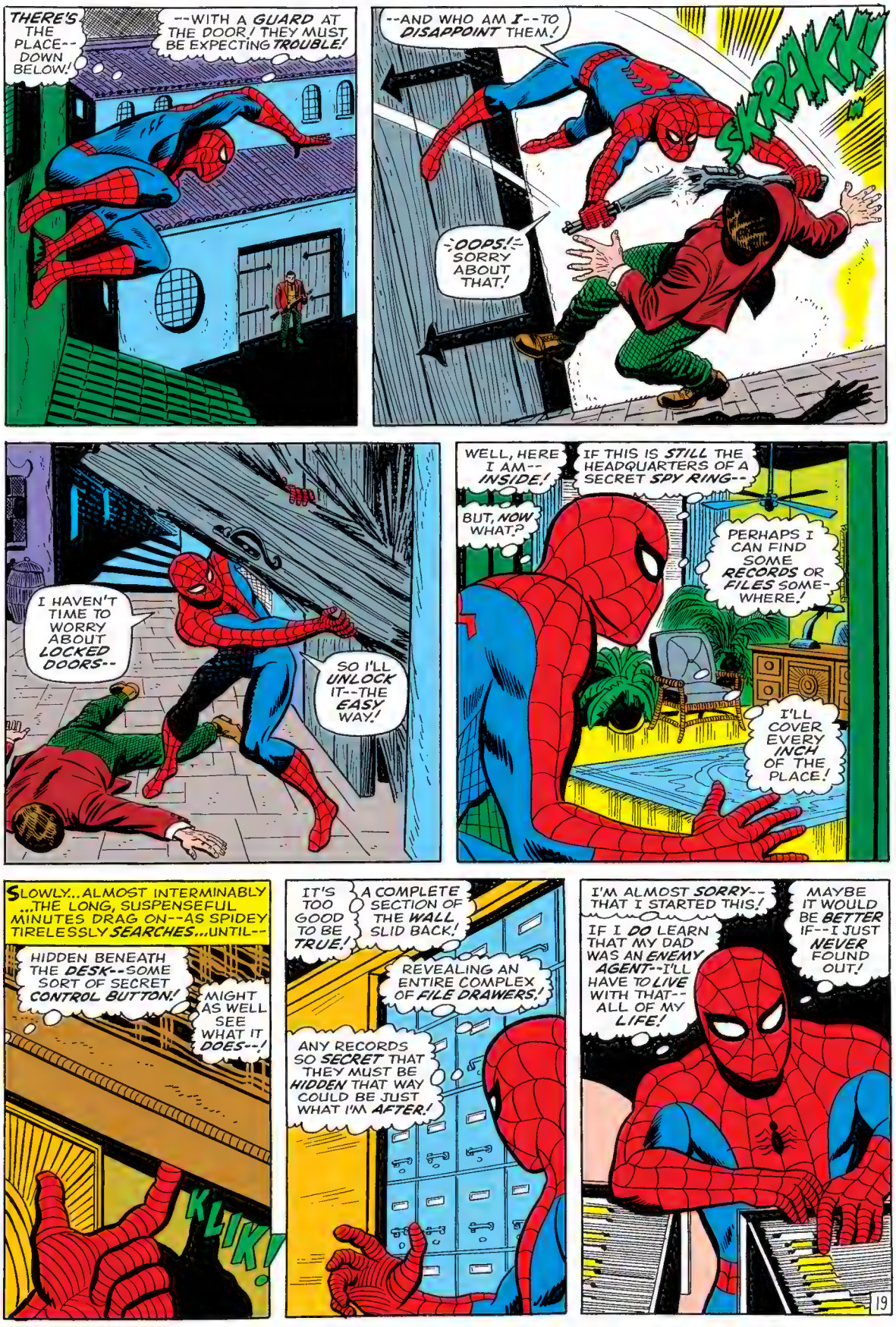
I'M IN LUCK! THERE'S A JOB FOR ME--DOWN BELOW!
SOMEONE SNEAKING OUT OF THAT JEWELRY STORE--WITH A HEAVY SATCHEL!
IT'S ALMOST TOO EASY--BUT AT LEAST IT'S SOMETHING TO DO!
SOMETHING TO TAKE MY MIND OFF--THE TERRIBLE THING I'VE JUST LEARNED!
SPIDER-MAN!
WHY DON'T YOU RUN? WHY DON'T YOU TRY TO GET AWAY?
CALL YOUR ACCOMPLICES! LET THEM TACKLE ME--ALL OF THEM!
WHY SHOULD I RUN? --WHAT ACCOMPLICES?? ARE YOU MAD?
DON'T TRY TO TRICK ME--IT WON'T WORK! IF YOU'RE UP TO SOMETHING, I'LL PUT YOU ON ICE BEFORE YOU CAN TRY IT!
BURGLARY?? WHAT BURGLARY? IT'S MY STORE--I WAS JUST WORKING LATE! PUT ME DOWN, YOU FOOL!
THAT'S THE LAST BURGLARY YOU'LL EVER PULL IN THIS TOWN!
HERE, I'VE GOT IDENTIFICATION! EVERYONE IN THE NEIGHBORHOOD KNOWS ME!
WHY AREN'T YOU OUT CATCHING REAL CRIMINALS --INSTEAD OF PICKING ON INNOCENT STOREKEEPERS!
HE MEANS IT! HE'S REALLY ANGRY!
AND--I GUESS HE HAS EVERY RIGHT TO BE!
I WAS ABOUT TO ROUGH UP AN INNOCENT MAN!
THEN, SECONDS AFTER CHECKING OUT THE IRATE JEWELER'S CREDENTIALS--
IF I KNEW WHO YOU ARE BEHIND THAT MASK, I'D SUE YOU, YOU HOT-HEADED MENACE!
OKAY, OKAY! KEEP YOUR SHIRT ON!
NOBODY'S PERFECT!
IN THE DAYS THAT FOLLOW, PETER PARKER SEEMS TO MOVE THRU HIS NORMAL ROUTINE LIKE A SLEEP-WALKER--LIKE A MAN IN A TRANCE! ONLY ONE THOUGHT CONTINUALLY STABS AT HIS THROBBING BRAIN--ONLY ONE WORD ECHOES AND RE-ECHOES THRU HIS EVERY CONSCIOUS THOUGHT--THE WORD--THE THOUGHT--
--TRAITOR!!

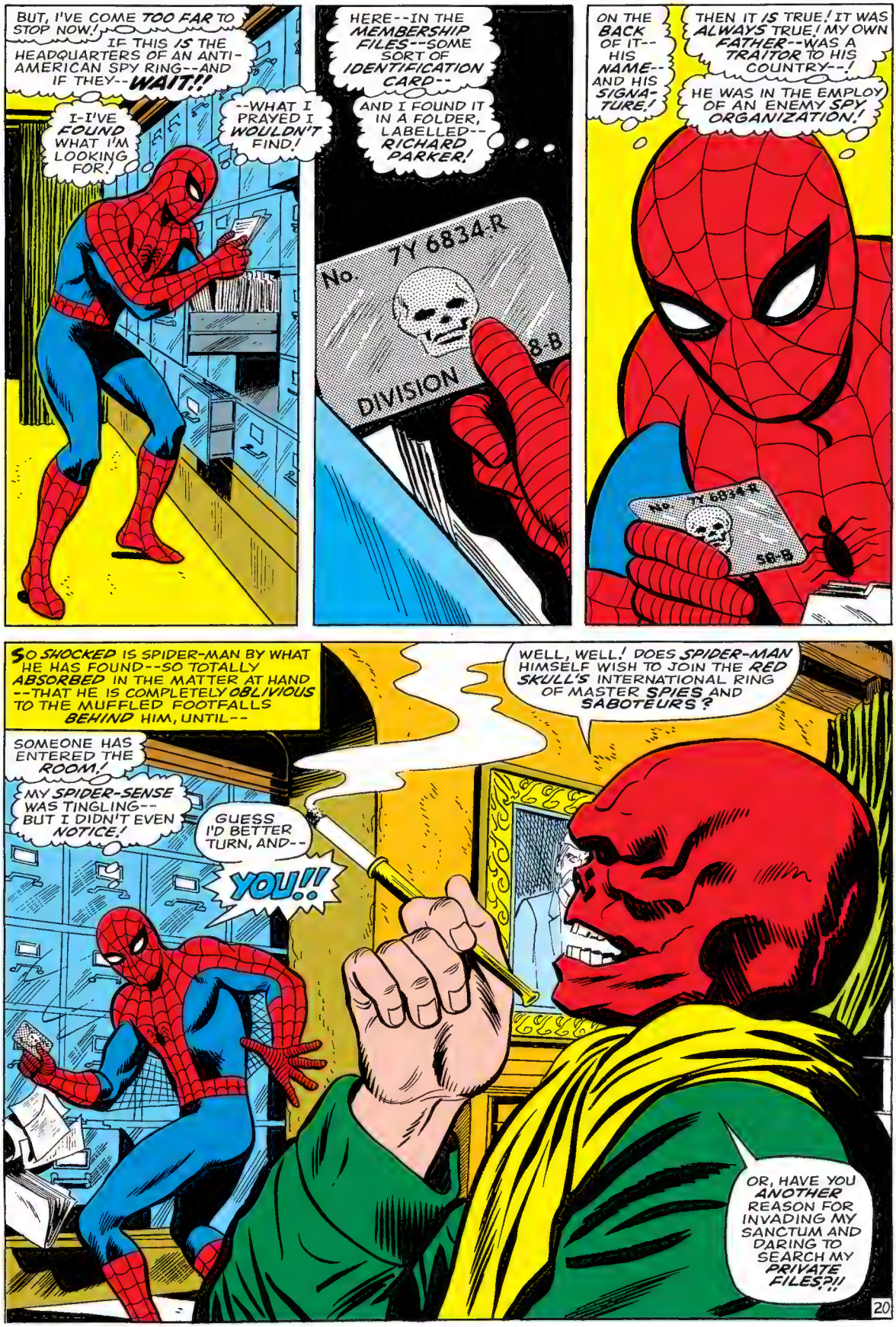
UNTIL, AT LAST, HE REALIZES--
I CAN'T GO ON LIKE THIS--!
I CAN'T SPEND THE REST OF MY LIFE NOT KNOWING--NEVER REALLY BEING SURE!
I'VE GOT TO FIND OUT FOR MYSELF! I'VE GOT TO GO TO ALGERIA!!
THERE MUST BE SOMEONE WHO'LL REMEMBER--SOMEONE WHO WAS INVOLVED WITH MY PARENTS--WHO CAN TELL ME THE TRUTH!
AND, WHEREEVER HE IS--I'VE GOT TO FIND HIM!
AND SO--IT BEGINS--
I'M LUCKY IT'S SUMMER VACATION TIME NOW--BUT PETER PARKER CAN'T EVEN BEGIN TO SCRAPE UP THE PLANE FARE!
HOWEVER, THERE'S ALWAYS THE CHANCE THAT SPIDER-MAN CAN!
--IF I CONTACT THE RIGHT PEOPLE!
SPEAKING OF THE "RIGHT PEOPLE"--SECONDS LATER, AN ALARM IS ACTIVATED AT THE WORLD-FAMOUS HEADQUARTERS OF THE FABULOUS FANTASTIC FOUR--
BZZZZ
BZZZZ
LOOKS LIKE WE'VE GOT AN UNINVITED GUEST, REED!
DON'T WORRY, JOHNNY! BEN WILL HANDLE HIM!
STAND ASIDE, YOU GRINNING GARGOYLE!
DON'T YOU RECOGNIZE SOMEONE IN THE SAME LINE OF WORK?
HOW DO I KNOW YA AINT DR. DOOM--IN DISGUISE?
IT'S OKAY, BEN! WE'LL TAKE OUR CHANCES! I'LL TALK TO HIM!
I'LL COME RIGHT TO THE POINT! I NEED A LIFT--TO THE NEAR EAST!
AND I KNOW YOU'VE GOT ALL KINDS OF SWINGIN' SKY-SHIPS!
IT MUST BE IMPORTANT! OL' WEB-HEAD'S NOT THE TYPE TO ASK FOR FAVORS!
SO THAT'S IT, EH?
YOU MAY JUST BE IN LUCK, MY FRIEND!
IF I AM, IT'LL BE THE FIRST TIME THIS YEAR!
I WAS ASKED TO CHECK OUT A NEW TWO-MAN GYRO-CRUISER DEVELOPED BY TONY STARK'S COMPANY!
IT'S SUPPOSED TO HAVE AN 8,000-MILE NON-STOP RANGE!
HOW DOES THAT GRAB YOU?
WHAT ARE WE WAITING FOR?
CARE TO TELL ME WHAT IT'S ALL ABOUT? IF YOU SHOULD NEED A HELPING HAND--?
I APPRECIATE THAT--BUT THIS IS STRICTLY A ONE-MAN JOB!
15


I DIDN'T EXPECT YOU TO CHAUFFEUR ME THERE PERSONALLY!
IT WON'T TAKE NEARLY AS LONG AS YOU THINK!
ALGERIA ISN'T EXACTLY THE TOWN NEXT-DOOR! WON'T THEY KINDA MISS YOU BACK HOME?
THIS SHIP WAS DESIGNED TO BE SHIELD'S ANSWER TO THE FLYING SAUCERS!
SO JUST HOLD TIGHT, MASKED MAN!
AND, IN LESS TIME THAN IT WOULD TAKE PETER PARKER TO DRIVE HIS CYCLE CROSSTOWN IN NEW YORK'S BUSTLING TRAFFIC--
ANY SPECIAL STREET, SPIDEY?
NOPE! JUST SLOW DOWN ENOUGH FOR ME TO HOP OUT--!
NO SENSE ASKING HIM TO LAND WHEN I CAN JUST AS EASILY MAKE MYSELF A WEBCHUTE!
WHAT A GUY!
HE'LL PROBABLY BE HALF-WAY HOME BY THE TIME I REACH THE ROOFTOPS!
I'M TOUCHING DOWN RIGHT IN THE CENTER OF THE CASBAH--
IF THERE ARE ANY ANSWERS --THIS IS WHERE I'LL FIND THEM!
THE OLDEST, MOST MYSTERIOUS SECTION IN ALL OF ALGERIA!
THE MAN AUNT MAY SAID SHE WROTE TO IN ALGERIA--THE ONE WHO IS SUPPOSED TO HAVE IDENTIFIED MY PARENTS' BODIES--
SHE SAID HE RAN A RESTAURANT IN THE CASBAH!
I'VE TRIED MOST OF THEM ALREADY--
THAT ONE'S PROBABLY THE ONLY PLACE LEFT!
IT'S ALMOST EMPTY! LOOKS LIKE HE'S ABOUT TO CLOSE FOR THE NIGHT!
I'LL WAIT TILL THAT LAST JOKER IS GONE-- AND THEN I'LL SEE WHAT I CAN LEARN!
16


NOW'S MY CHANCE!
HOLD IT, MISTER! YOU'VE STILL GOT A LIVE ONE IN THE JOINT!
BY THE BEARD OF THE PROPHET!!
A COSTUMED BEING--CLINGING TO THE WALL AND CEILING LIKE A HUMAN INSECT!
LIKE A FUN-LOVING SPIDER, TO BE EXACT!
GLAD YOU SPEAK ENGLISH! IT'LL SAVE US BOTH A LOT OF TIME!
FIRST, DROP THAT POP-GUN--THEN WE'LL TALK!
MEANWHILE, IN THE STREET OUTSIDE, A HARD-EYED LOITERER OVERHEARS THE COMMOTION WITHIN--
DO NOT HARM ME--PLEASE! I WILL GIVE YOU--WHATEVER MONEY I HAVE--!
I DON'T WANT YOUR MONEY, FRIEND!
JUST KEEP IT DOWN TO A WHISPER, HUH?
NOW I WANT YOU TO THINK BACK--BACK TO THE EARLY DAYS AFTER WORLD WAR TWO--!
THERE WAS A PLANE CRASH--TWO AMERICANS WERE KILLED! THE OWNER OF A RESTAURANT IDENTIFIED THE BODIES!
IT WAS I! IT WAS I! I REMEMBER CLEARLY!
I KNEW THEM--BECAUSE THEY HAD DINED HERE MANY TIMES!
EVERYONE KNEW HE WAS A SPY--WORKING FOR A MASTER OF INTRIGUE, WHOSE HEAD-QUARTERS WERE IN THIS VERY CITY!
THAT'S WHAT I WANT--THE ONE HE WORKED FOR? WHO WAS HE?? TALK!!
I CANNOT GIVE YOU HIS NAME--BUT I KNOW THE ADDRESS VERY WELL!
PERHAPS IT IS THERE YOU CAN FIND WHAT YOU SEEK!
THE ADDRESS THEN! LET ME HAVE IT!
17

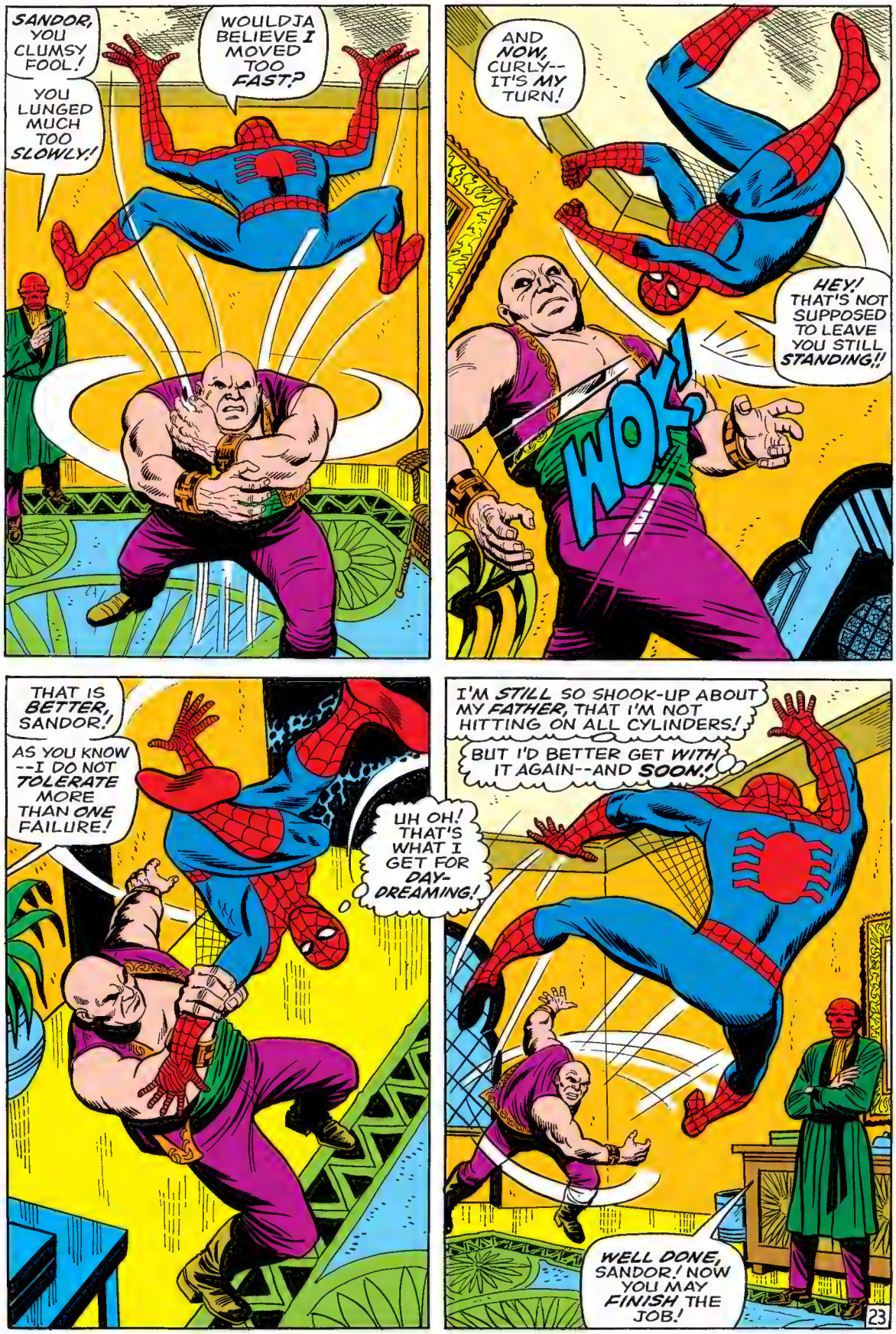

BUT, EVEN AS SPIDEY RECEIVES THE INFORMATION HE CRAVES--
THE MASTER MUST BE WARNED!
THAT WEBBING WILL DISSOLVE IN A FEW MINUTES AND YOU'LL BE FREE AGAIN!
I JUST WANT TO BE SURE THAT YOU DON'T ALERT ANYONE BEFORE I REACH THERE!
IT'S ALMOST TOO MUCH TO HOPE FOR--
THAT I'LL STILL FIND WHAT I WANT-- AFTER ALL THESE YEARS!
BUT, NO MATTER WHAT-- I MUST CHECK IT OUT!
AND THEN--IN THE MOST DESOLATE SECTION OF THE CASBAH--
MY SPIDER-SENSE-- TINGLING LIKE MAD!
IT MEANS-- I'M ABOUT TO BE ATTACKED!
REMEMBER THAT SCENE? YOU SHOULD!--IT'S THE ONE WITH WHICH WE OPENED OUR TALE! AND NOW, LET'S RETURN TO THE PRESENT ONCE MORE--AS A BONE-WEARY SPIDER-MAN BEGINS TO REGAIN CONSCIOUSNESS--
I--REMEMBER NOW! THAT SHOT-- THE FALL INTO THE CANAL--AND THEN--I BLACKED OUT--AFTER CLIMBING TO SAFETY!
LET'S SEE-- WHERE WAS I HEADING?
OH YES! THE ADDRESS I GOT--FROM THE RESTAURANT OWNER!
I WAS AMBUSHED BY THOSE ASSORTED THUGS BEFORE I COULD REACH THERE!
IT MEANS I MUST BE ON THE RIGHT TRACK!
THEY JUMPED ME BECAUSE SOMEONE TIPPED THEM OFF!
AND NO ONE WOULD HAVE BOTHERED-- UNLESS I WAS ON TO SOMETHING!
18

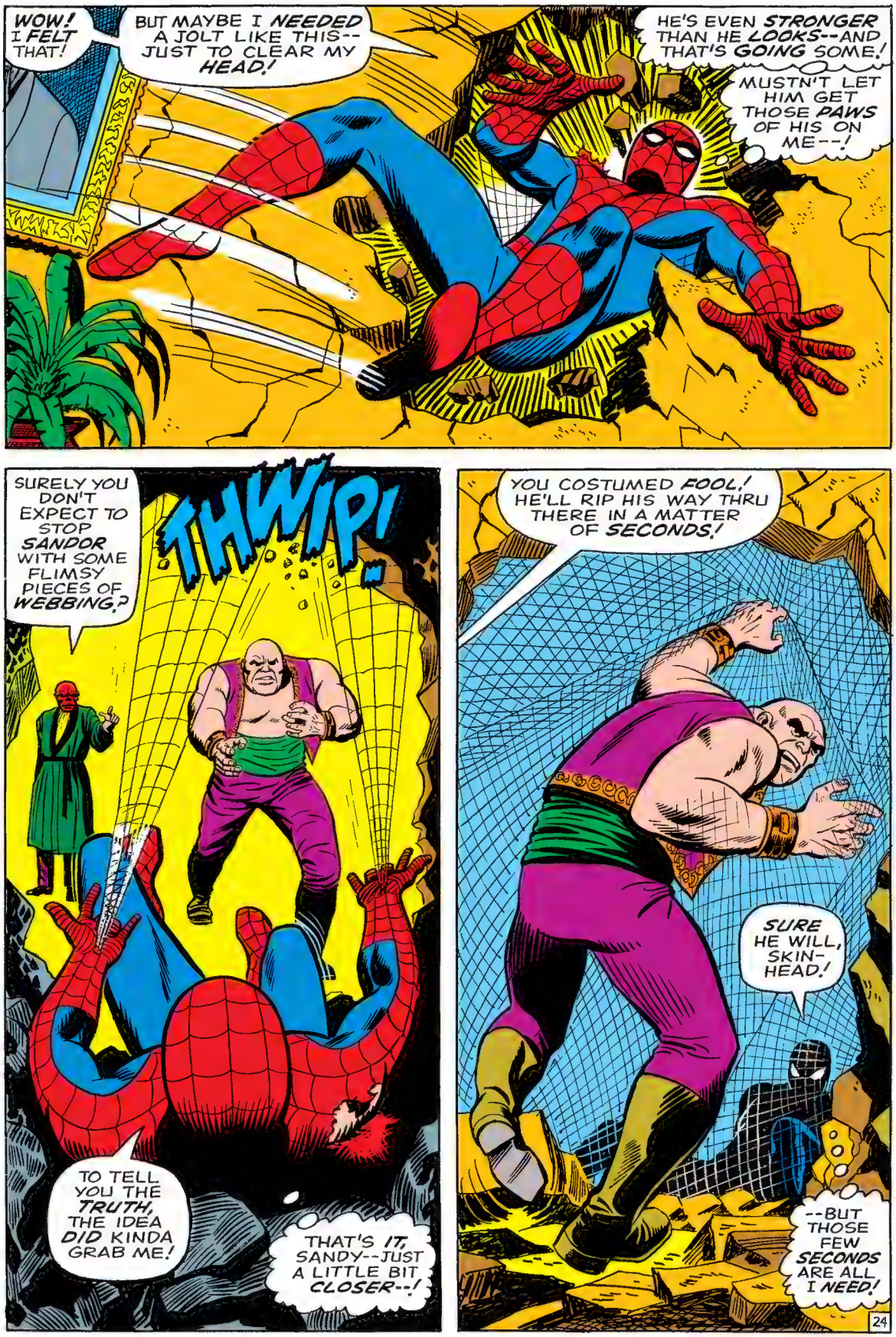

THERE'S THE PLACE--DOWN BELOW!
--WITH A GUARD AT THE DOOR! THEY MUST BE EXPECTING TROUBLE!
--AND WHO AM I--TO DISAPPOINT THEM!
SKRAKK!
-OOPS!- SORRY ABOUT THAT!
I HAVEN'T TIME TO WORRY ABOUT LOCKED DOORS--
SO I'LL UNLOCK IT--THE EASY WAY!
WELL, HERE I AM--INSIDE!
IF THIS IS STILL THE HEADQUARTERS OF A SECRET SPY RING--
BUT, NOW WHAT?
PERHAPS I CAN FIND SOME RECORDS OR FILES SOMEWHERE!
I'LL COVER EVERY INCH OF THE PLACE!
SLOWLY...ALMOST INTERMINABLY ...THE LONG, SUSPENSEFUL MINUTES DRAG ON--AS SPIDEY TIRELESSLY SEARCHES...UNTIL--
HIDDEN BENEATH THE DESK--SOME SORT OF SECRET CONTROL BUTTON!
MIGHT AS WELL SEE WHAT IT DOES--!
KLIK!
IT'S TOO GOOD TO BE TRUE!
A COMPLETE SECTION OF THE WALL SLID BACK!
REVEALING AN ENTIRE COMPLEX OF FILE DRAWERS!
ANY RECORDS SO SECRET THAT THEY MUST BE HIDDEN THAT WAY COULD BE JUST WHAT I'M AFTER!
I'M ALMOST SORRY--THAT I STARTED THIS!
IF I DO LEARN THAT MY DAD WAS AN ENEMY AGENT--I'LL HAVE TO LIVE WITH THAT--ALL OF MY LIFE!
MAYBE IT WOULD BE BETTER IF--I JUST NEVER FOUND OUT!

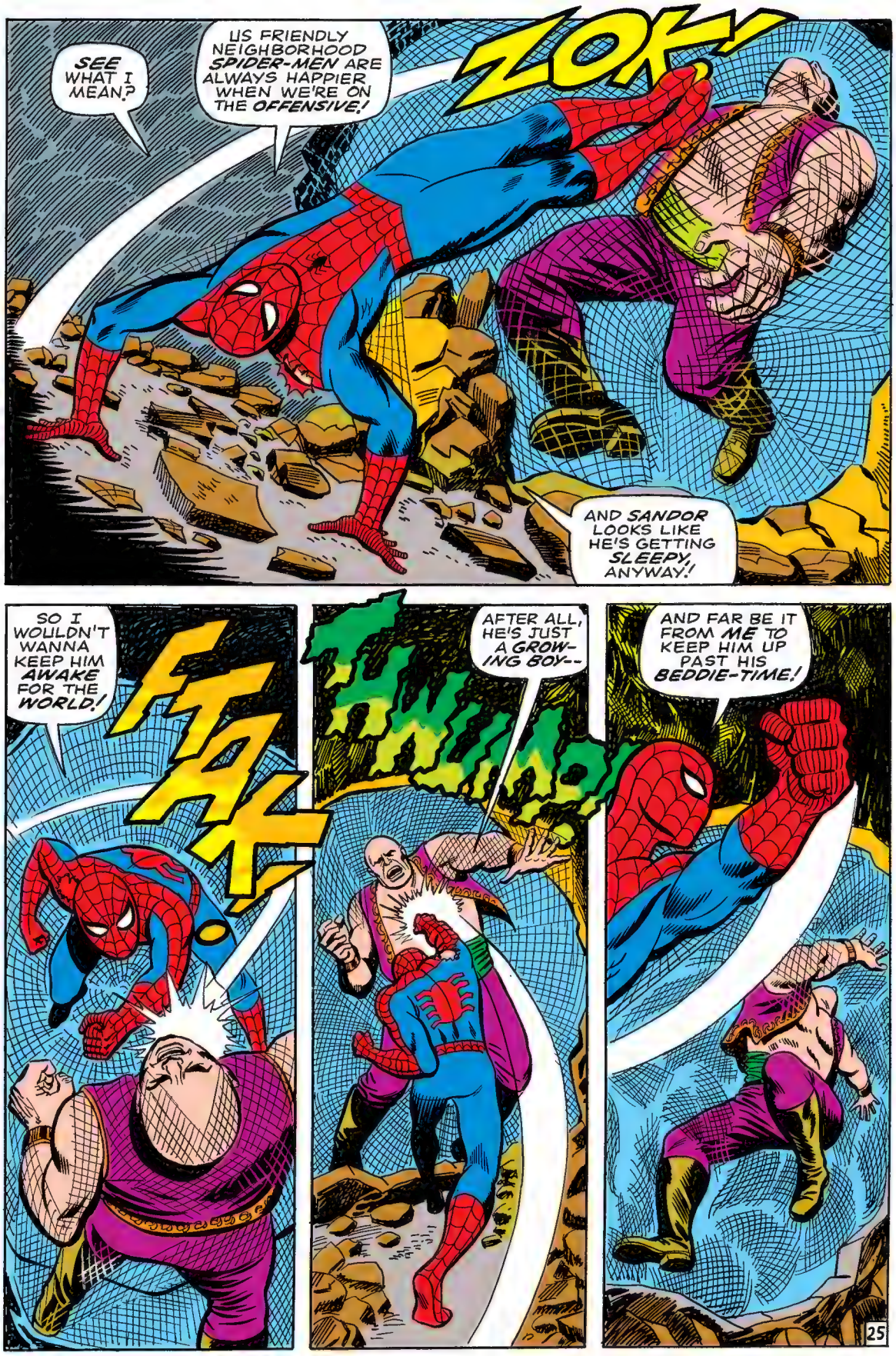

BUT, I'VE COME TOO FAR TO STOP NOW!
IF THIS IS THE HEADQUARTERS OF AN ANTI-AMERICAN SPY RING--AND IF THEY--WAIT!!
I-I'VE FOUND WHAT I'M LOOKING FOR!
--WHAT I PRAYED I WOULDN'T FIND!
HERE--IN THE MEMBERSHIP FILES--SOME SORT OF IDENTIFICATION CARD--
AND I FOUND IT IN A FOLDER, LABELLED--RICHARD PARKER!
No. 7Y 6834-R
DIVISION 8-B
ON THE BACK OF IT--HIS NAME--AND HIS SIGNATURE!
THEN IT IS TRUE! IT WAS ALWAYS TRUE! MY OWN FATHER--WAS A TRAITOR TO HIS COUNTRY--!
HE WAS IN THE EMPLOY OF AN ENEMY SPY ORGANIZATION!
SO SHOCKED IS SPIDER-MAN BY WHAT HE HAS FOUND--SO TOTALLY ABSORBED IN THE MATTER AT HAND --THAT HE IS COMPLETELY OBLIVIOUS TO THE MUFFLED FOOTFALLS BEHIND HIM, UNTIL--
WELL, WELL! DOES SPIDER-MAN HIMSELF WISH TO JOIN THE RED SKULL'S INTERNATIONAL RING OF MASTER SPIES AND SABOTEURS?
SOMEONE HAS ENTERED THE ROOM!
MY SPIDER-SENSE WAS TINGLING--BUT I DIDN'T EVEN NOTICE!
GUESS I'D BETTER TURN, AND--
YOU!!
OR, HAVE YOU ANOTHER REASON FOR INVADING MY SANCTUM AND DARING TO SEARCH MY PRIVATE FILES?!!

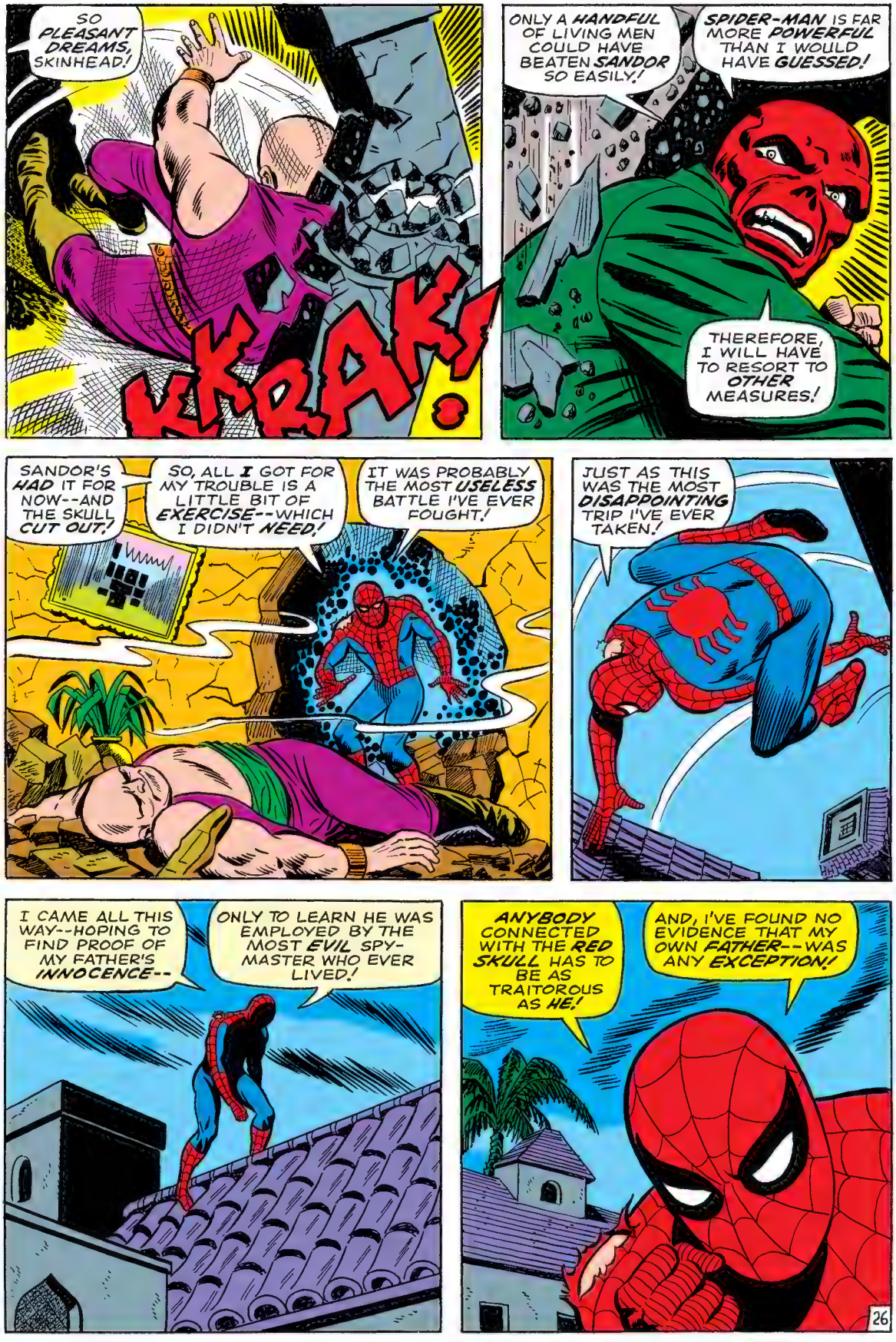
THIS SINKS IT! IF MY FATHER WORKED FOR HIM--THEN HE DESERVED HIS FATE!
I'VE HEARD ABOUT YOU--READ ABOUT YOU--EVER SINCE I CAN REMEMBER!
BUT, FROM ALL THE ACCOUNTS OF HOW DANGEROUS YOU ARE, I'D HAVE GUESSED YOU'D BE TEN FEET TALL--AND ABOUT AS BROAD AS THE HULK!
AND I WOULD HAVE THOUGHT THAT YOU WOULD BE FAR MORE FORMIDABLE-LOOKING YOURSELF, SPIDER-MAN!
WHY, COMPARED TO MY ACCURSED ARCH-ENEMY, CAPTAIN AMERICA, YOU'RE NO MORE THAN A SPINDLY SCARECROW!
I'LL EFFORTLESSLY DESTROY YOU--WITHOUT THE NECESSITY OF SULLYING MY HANDS!

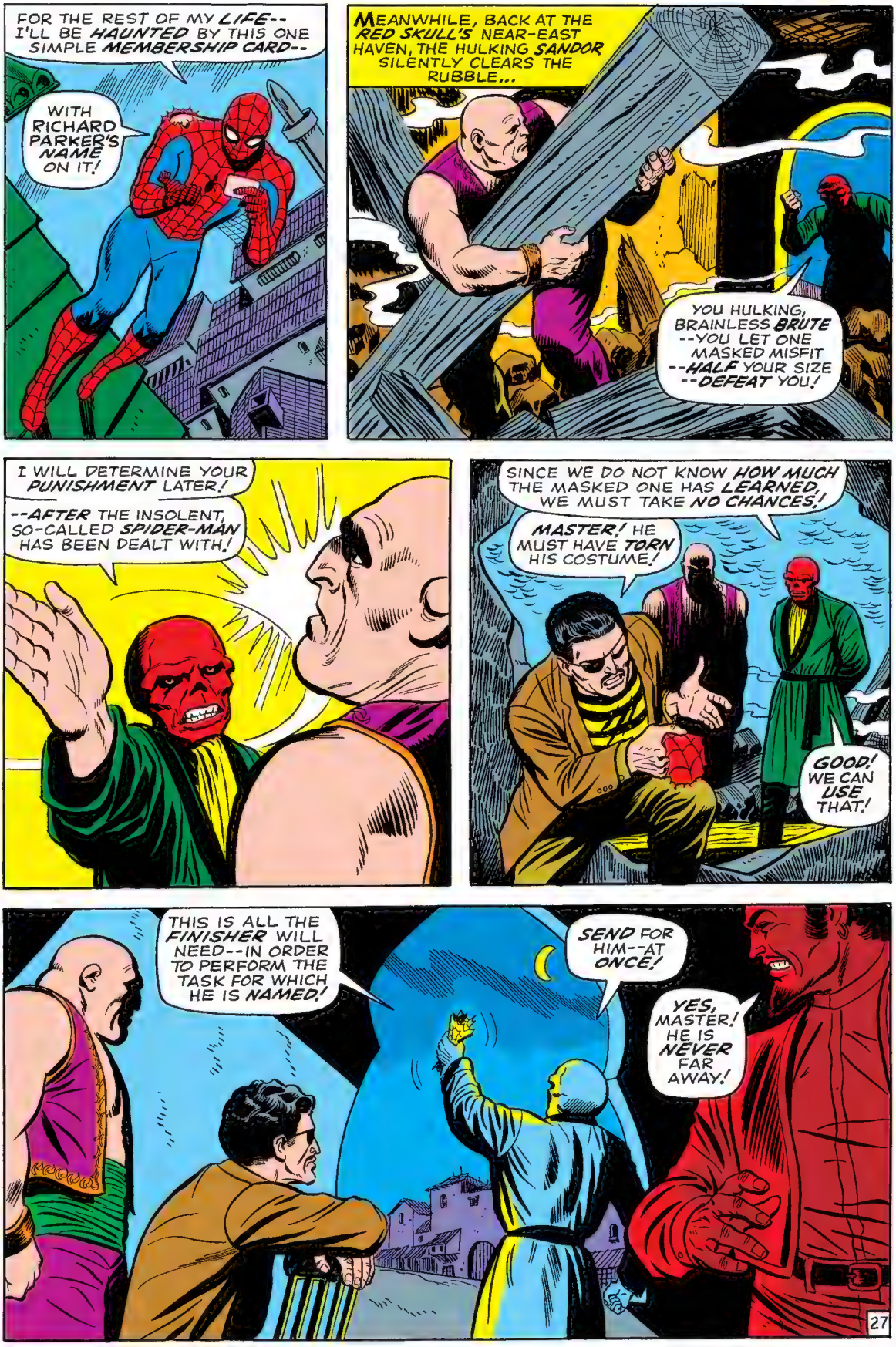
HE IS AS COLD-BLOODED AS THEY SAY!
HE DOESN'T EVEN KNOW WHY I'M HERE--AND HE COULDN'T CARE LESS!
HE'LL TRY TO FINISH ME AS CASUALLY AS HE'D SWAT A FLY!
MY AGENTS REPORTED THAT THEY HAD LEFT YOU LIFELESS, AT THE BOTTOM OF THE CANAL!
COME, SANDOR! YOUR MASTER COMMANDS!
THIS TIME I'LL ENSURE THAT THERE IS NO DOUBT ABOUT YOUR FATE!
SNAP!
SANDOR, ALAS, IS UNABLE TO SPEAK!
BUT, DO NOT FEAR! I'M CERTAIN YOU WILL NOT FIND HIM DULL!
THE SKULL MUST THINK I'LL BE A PUSHOVER!
LUCKY FOR ME, HE DOESN'T REALLY KNOW THE EXTENT OF MY POWERS!
ALTHOUGH, COME TO THINK OF IT, I DON'T KNOW HIS, EITHER!
22


SANDOR, YOU CLUMSY FOOL!
YOU LUNGED MUCH TOO SLOWLY!
WOULDJA BELIEVE I MOVED TOO FAST?
AND NOW, CURLY-- IT'S MY TURN!
HEY! THAT'S NOT SUPPOSED TO LEAVE YOU STILL STANDING!!
WOK!
THAT IS BETTER, SANDOR!
AS YOU KNOW --I DO NOT TOLERATE MORE THAN ONE FAILURE!
UH OH! THAT'S WHAT I GET FOR DAY-DREAMING!
I'M STILL SO SHOOK-UP ABOUT MY FATHER, THAT I'M NOT HITTING ON ALL CYLINDERS!
BUT I'D BETTER GET WITH IT AGAIN--AND SOON!
WELL DONE, SANDOR! NOW YOU MAY FINISH THE JOB!

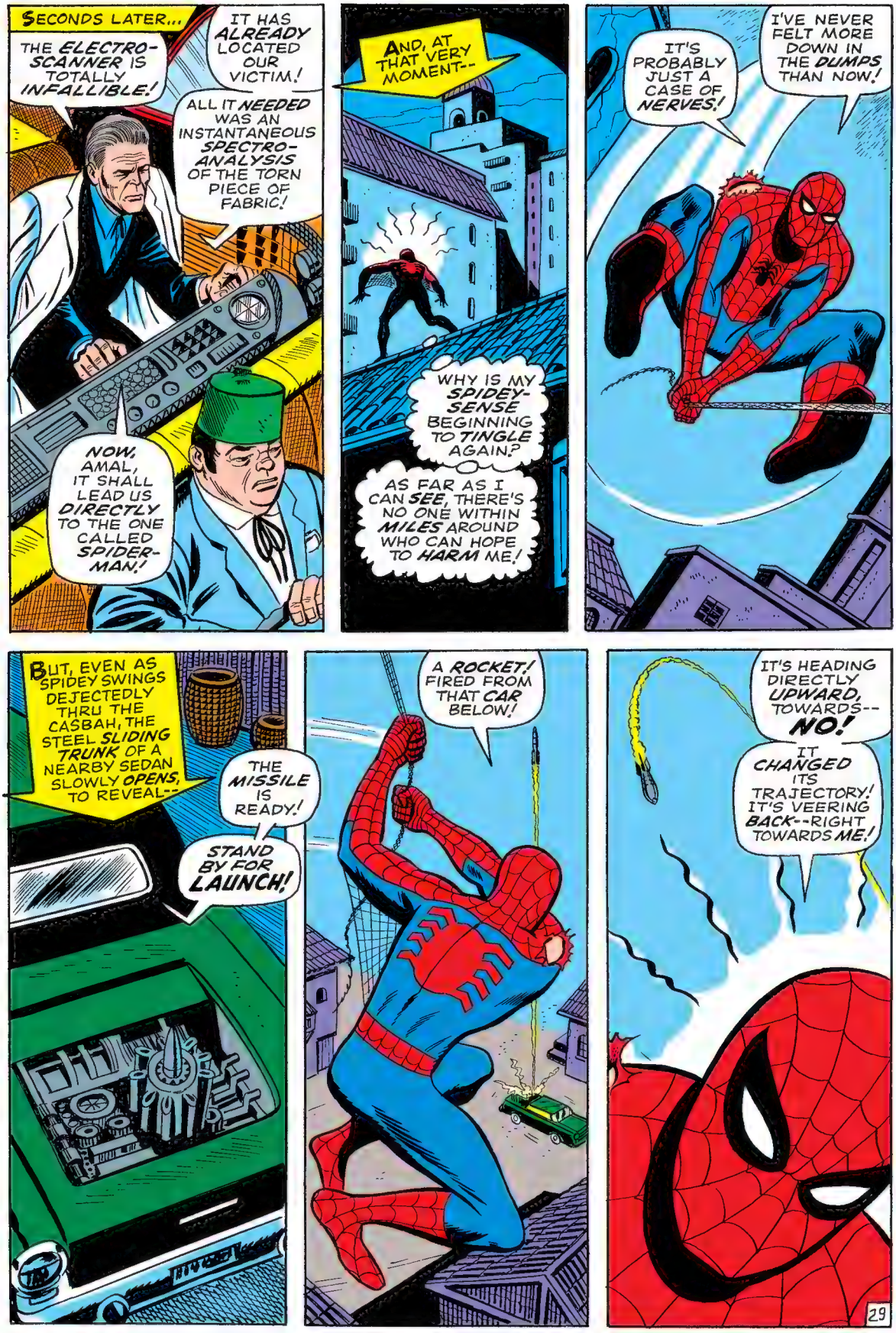

WOW! I FELT THAT!
BUT MAYBE I NEEDED A JOLT LIKE THIS-- JUST TO CLEAR MY HEAD!
HE'S EVEN STRONGER THAN HE LOOKS--AND THAT'S GOING SOME!
MUSTN'T LET HIM GET THOSE PAWS OF HIS ON ME--!
SURELY YOU DON'T EXPECT TO STOP SANDOR WITH SOME FLIMSY PIECES OF WEBBING?
THWIP!
TO TELL YOU THE TRUTH, THE IDEA DID KINDA GRAB ME!
THAT'S IT, SANDY--JUST A LITTLE BIT CLOSER--!
YOU COSTUMED FOOL! HE'LL RIP HIS WAY THRU THERE IN A MATTER OF SECONDS!
SURE HE WILL, SKIN-HEAD!
--BUT THOSE FEW SECONDS ARE ALL I NEED!

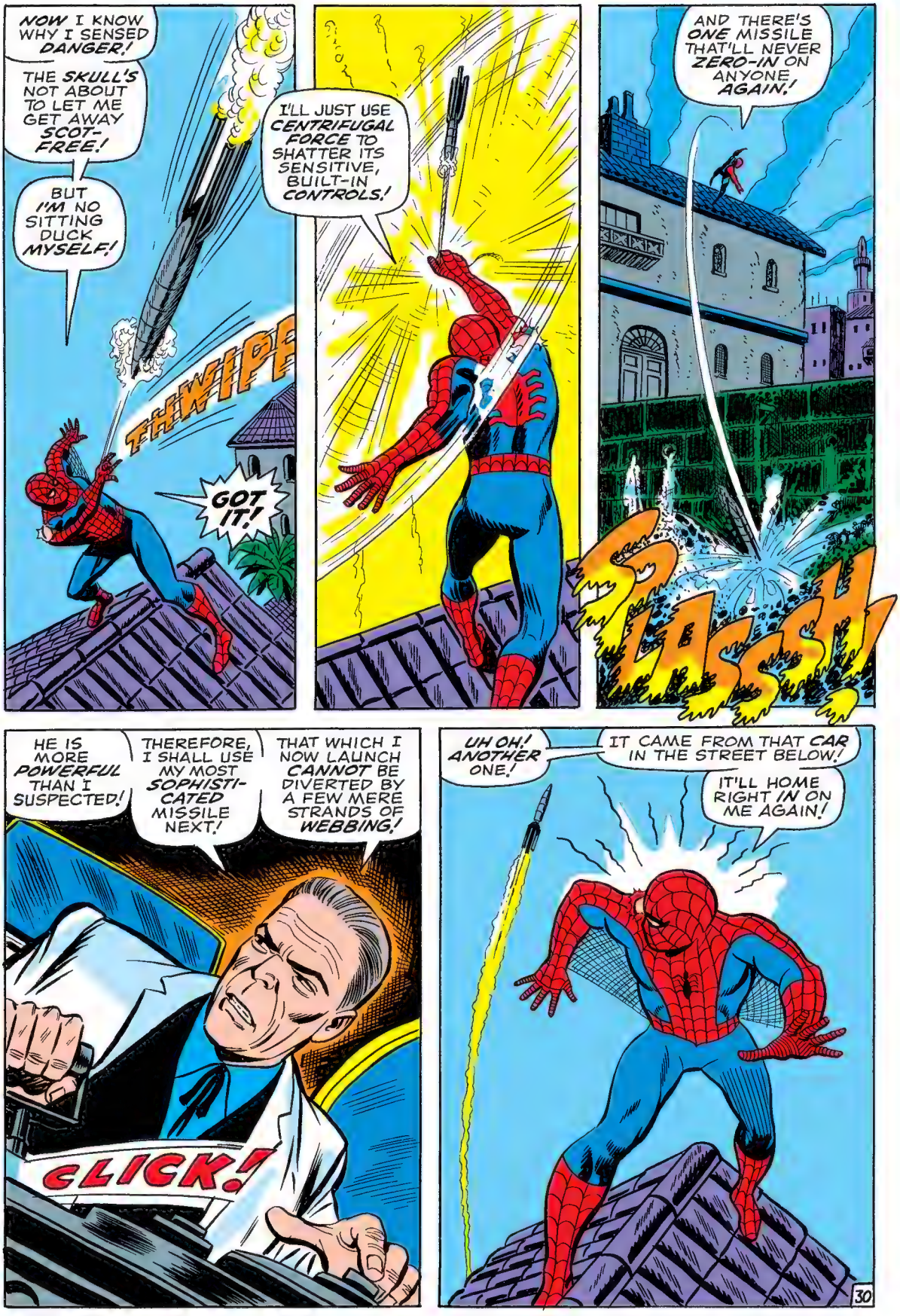

SEE WHAT I MEAN?
US FRIENDLY NEIGHBORHOOD SPIDER-MEN ARE ALWAYS HAPPIER WHEN WE'RE ON THE OFFENSIVE!
ZOK!
AND SANDOR LOOKS LIKE HE'S GETTING SLEEPY, ANYWAY!
SO I WOULDN'T WANNA KEEP HIM AWAKE FOR THE WORLD!
FAK
AFTER ALL, HE'S JUST A GROWING BOY--
THWIP
AND FAR BE IT FROM ME TO KEEP HIM UP PAST HIS BEDDIE-TIME!

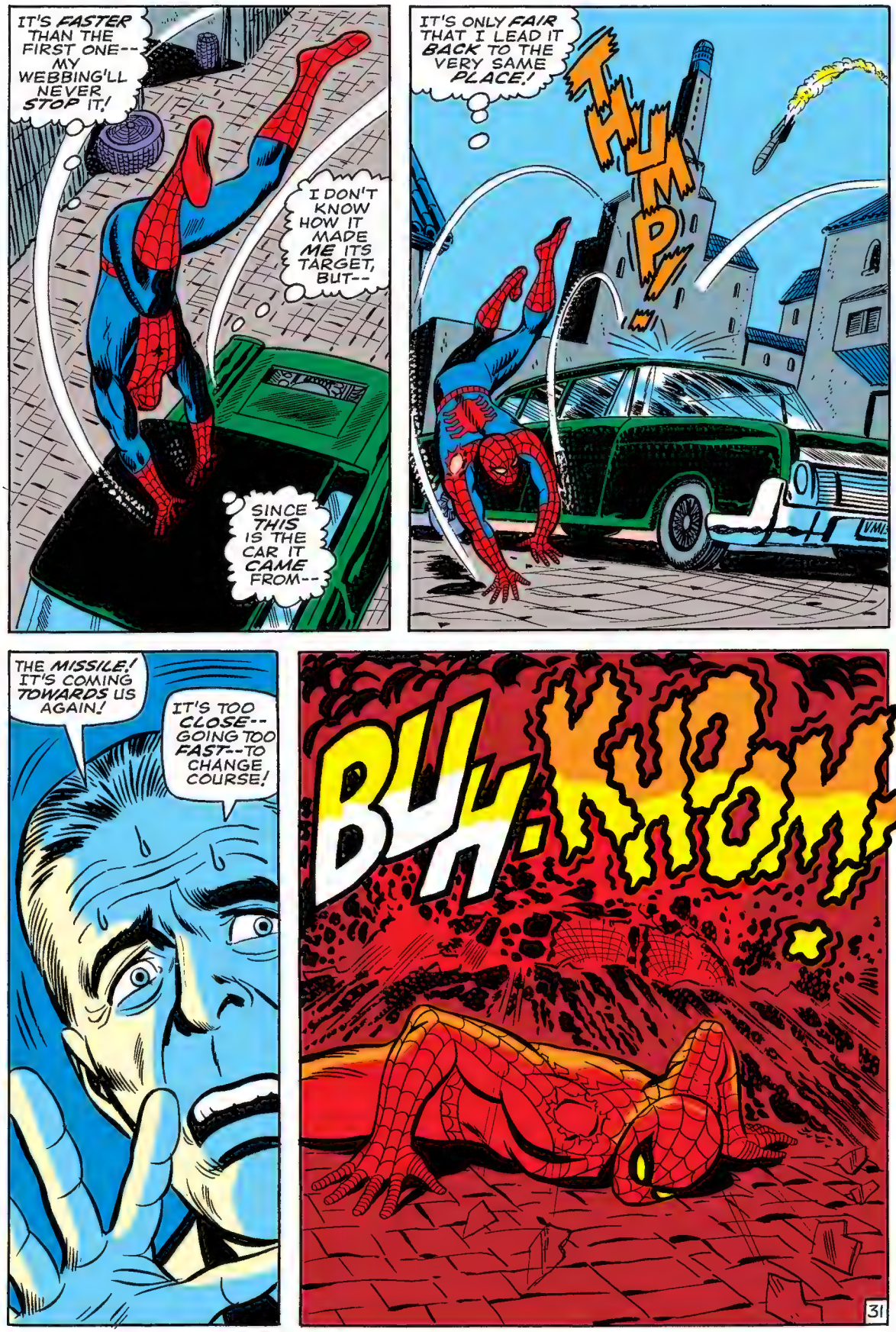

SO PLEASANT DREAMS, SKINHEAD!
KRAK!
ONLY A HANDFUL OF LIVING MEN COULD HAVE BEATEN SANDOR SO EASILY!
SPIDER-MAN IS FAR MORE POWERFUL THAN I WOULD HAVE GUESSED!
THEREFORE, I WILL HAVE TO RESORT TO OTHER MEASURES!
SANDOR'S HAD IT FOR NOW--AND THE SKULL CUT OUT!
SO, ALL I GOT FOR MY TROUBLE IS A LITTLE BIT OF EXERCISE--WHICH I DIDN'T NEED!
IT WAS PROBABLY THE MOST USELESS BATTLE I'VE EVER FOUGHT!
JUST AS THIS WAS THE MOST DISAPPOINTING TRIP I'VE EVER TAKEN!
I CAME ALL THIS WAY--HOPING TO FIND PROOF OF MY FATHER'S INNOCENCE--
ONLY TO LEARN HE WAS EMPLOYED BY THE MOST EVIL SPY-MASTER WHO EVER LIVED!
ANYBODY CONNECTED WITH THE RED SKULL HAS TO BE AS TRAITOROUS AS HE!
AND, I'VE FOUND NO EVIDENCE THAT MY OWN FATHER--WAS ANY EXCEPTION!


FOR THE REST OF MY LIFE-- I'LL BE HAUNTED BY THIS ONE SIMPLE MEMBERSHIP CARD--
WITH RICHARD PARKER'S NAME ON IT!
MEANWHILE, BACK AT THE RED SKULL'S NEAR-EAST HAVEN, THE HULKING SANDOR SILENTLY CLEARS THE RUBBLE...
YOU HULKING, BRAINLESS BRUTE --YOU LET ONE MASKED MISFIT --HALF YOUR SIZE --DEFEAT YOU!
I WILL DETERMINE YOUR PUNISHMENT LATER!
--AFTER THE INSOLENT, SO-CALLED SPIDER-MAN HAS BEEN DEALT WITH!
SINCE WE DO NOT KNOW HOW MUCH THE MASKED ONE HAS LEARNED, WE MUST TAKE NO CHANCES!
MASTER! HE MUST HAVE TORN HIS COSTUME!
GOOD! WE CAN USE THAT!
THIS IS ALL THE FINISHER WILL NEED--IN ORDER TO PERFORM THE TASK FOR WHICH HE IS NAMED!
SEND FOR HIM--AT ONCE!
YES, MASTER! HE IS NEVER FAR AWAY!

THEN, WITHIN A MATTER OF MINUTES--
I AM READY TO SERVE THE RED SKULL--AS ALWAYS!
THERE IS BUT ONE SINGLE THING I NEED--
HOW WELL I KNOW THAT!
AND, AS USUAL, IT WILL BE PROVIDED TO YOU!
AHAB! HAND ME THE SHRED OF COSTUME!
THIS PIECE OF MATERIAL WAS WORN BY YOUR INTENDED VICTIM!
YOU NEED SAY NO MORE!
THIS IS ALL I REQUIRE-- IN ORDER TO WRITE FINISH TO THE LIFE OF HIM WHO WORE IT!
THE FINISHER HAS NEVER FAILED ME YET!
AND HE SHALL NOT FAIL ME NOW!
SPIDER-MAN WILL BE HEARD FROM-- NO MORE!


SECONDS LATER...
THE ELECTRO-SCANNER IS TOTALLY INFALLIBLE!
IT HAS ALREADY LOCATED OUR VICTIM!
ALL IT NEEDED WAS AN INSTANTANEOUS SPECTRO-ANALYSIS OF THE TORN PIECE OF FABRIC!
NOW, AMAL, IT SHALL LEAD US DIRECTLY TO THE ONE CALLED SPIDER-MAN!
AND, AT THAT VERY MOMENT--
WHY IS MY SPIDEY-SENSE BEGINNING TO TINGLE AGAIN?
AS FAR AS I CAN SEE, THERE'S NO ONE WITHIN MILES AROUND WHO CAN HOPE TO HARM ME!
IT'S PROBABLY JUST A CASE OF NERVES!
I'VE NEVER FELT MORE DOWN IN THE DUMPS THAN NOW!
BUT, EVEN AS SPIDEY SWINGS DEJECTEDLY THRU THE CASBAH, THE STEEL SLIDING TRUNK OF A NEARBY SEDAN SLOWLY OPENS, TO REVEAL--
THE MISSILE IS READY!
STAND BY FOR LAUNCH!
A ROCKET! FIRED FROM THAT CAR BELOW!
IT'S HEADING DIRECTLY UPWARD, TOWARDS-- NO!
IT CHANGED ITS TRAJECTORY! IT'S VEERING BACK--RIGHT TOWARDS ME!


NOW I KNOW WHY I SENSED DANGER!
THE SKULL'S NOT ABOUT TO LET ME GET AWAY SCOT-FREE!
BUT I'M NO SITTING DUCK MYSELF!
THWIPP
GOT IT!
I'LL JUST USE CENTRIFUGAL FORCE TO SHATTER ITS SENSITIVE, BUILT-IN CONTROLS!
AND THERE'S ONE MISSILE THAT'LL NEVER ZERO-IN ON ANYONE AGAIN!
SMASH!
HE IS MORE POWERFUL THAN I SUSPECTED!
THEREFORE, I SHALL USE MY MOST SOPHISTI-CATED MISSILE NEXT!
THAT WHICH I NOW LAUNCH CANNOT BE DIVERTED BY A FEW MERE STRANDS OF WEBBING!
CLICK!
UH OH! ANOTHER ONE!
IT CAME FROM THAT CAR IN THE STREET BELOW!
IT'LL HOME RIGHT IN ON ME AGAIN!


IT'S FASTER THAN THE FIRST ONE-- MY WEBBING'LL NEVER STOP IT!
I DON'T KNOW HOW IT MADE ME ITS TARGET, BUT--
SINCE THIS IS THE CAR IT CAME FROM--
IT'S ONLY FAIR THAT I LEAD IT BACK TO THE VERY SAME PLACE!
THUMP!
THE MISSILE! IT'S COMING TOWARDS US AGAIN!
IT'S TOO CLOSE-- GOING TOO FAST--TO CHANGE COURSE!
BU-KWOM!
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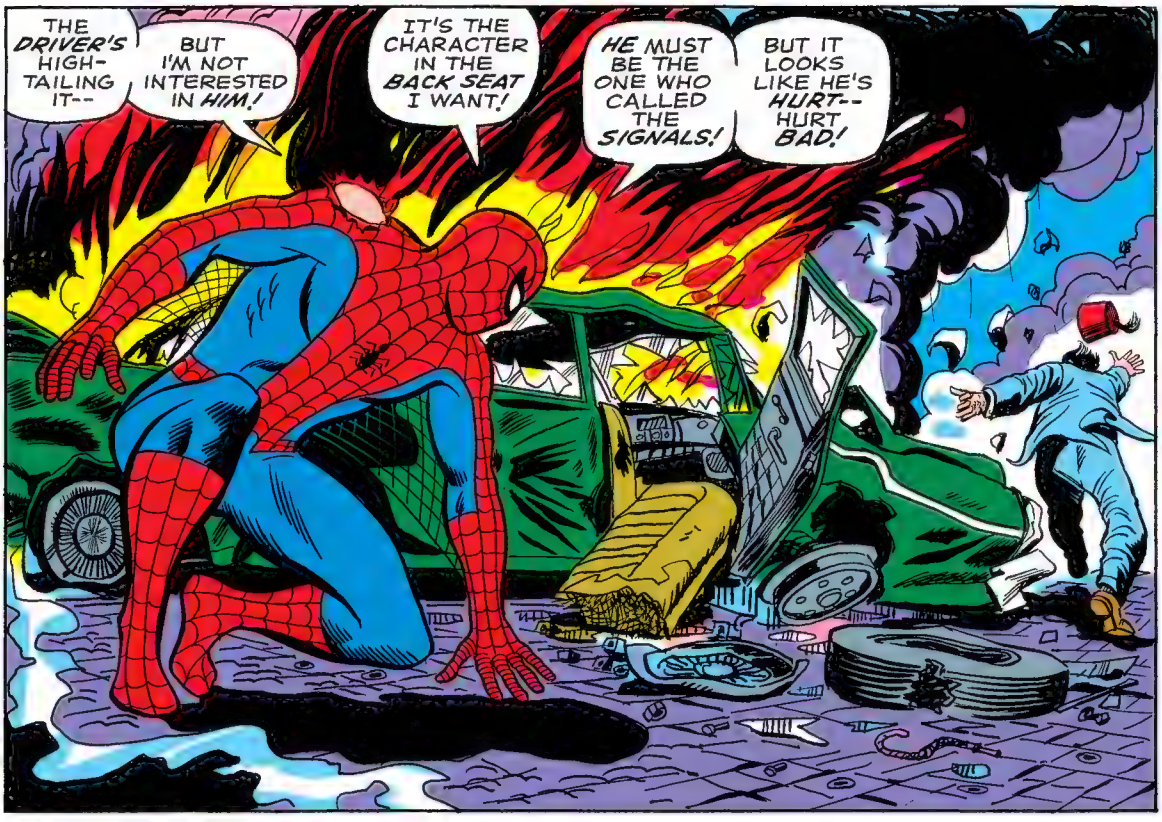
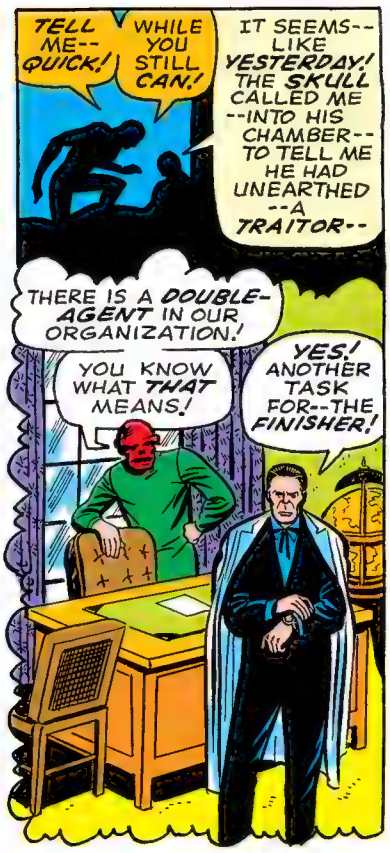

THE DRIVER'S HIGH-TAILING IT--
BUT I'M NOT INTERESTED IN HIM!
IT'S THE CHARACTER IN THE BACK SEAT I WANT!
HE MUST BE THE ONE WHO CALLED THE SIGNALS!
BUT IT LOOKS LIKE HE'S HURT-- HURT BAD!

I'VE GOT TO REACH HIM--
AND MAKE HIM TALK--BEFORE IT'S TOO LATE!
SKRAK!

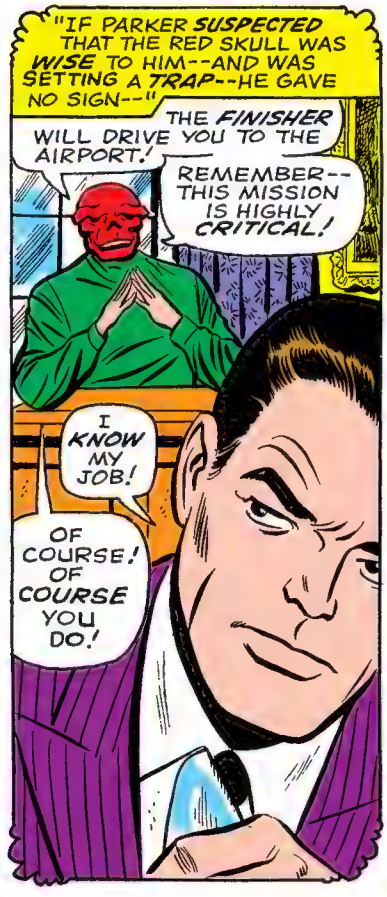
EXPLOSION-- BACKFIRED ON ME--
I--I'M DONE FOR!
THEN YOU'VE NOTHING TO LOSE BY TELLING WHAT YOU KNOW OF A MAN NAMED PARKER--
AND HIS RELATIONSHIP WITH THE RED SKULL!
YES-- I'LL TALK!
IT MAY-- MAKE IT EASIER-- FOR ME--

THINK, MAN--THINK! HIS FIRST NAME WAS RICHARD! IT HAPPENED YEARS AGO--AFTER THE WAR--!
RICHARD PARKER! OF COURSE! --I REMEMBER! HOW CAN I-- EVER FORGET?


TELL ME--QUICK!
WHILE YOU STILL CAN!
IT SEEMS--LIKE YESTERDAY! THE SKULL CALLED ME--INTO HIS CHAMBER--TO TELL ME HE HAD UNEARTHED--A TRAITOR--
THERE IS A DOUBLE-AGENT IN OUR ORGANIZATION!
YOU KNOW WHAT THAT MEANS!
YES! ANOTHER TASK FOR--THE FINISHER!

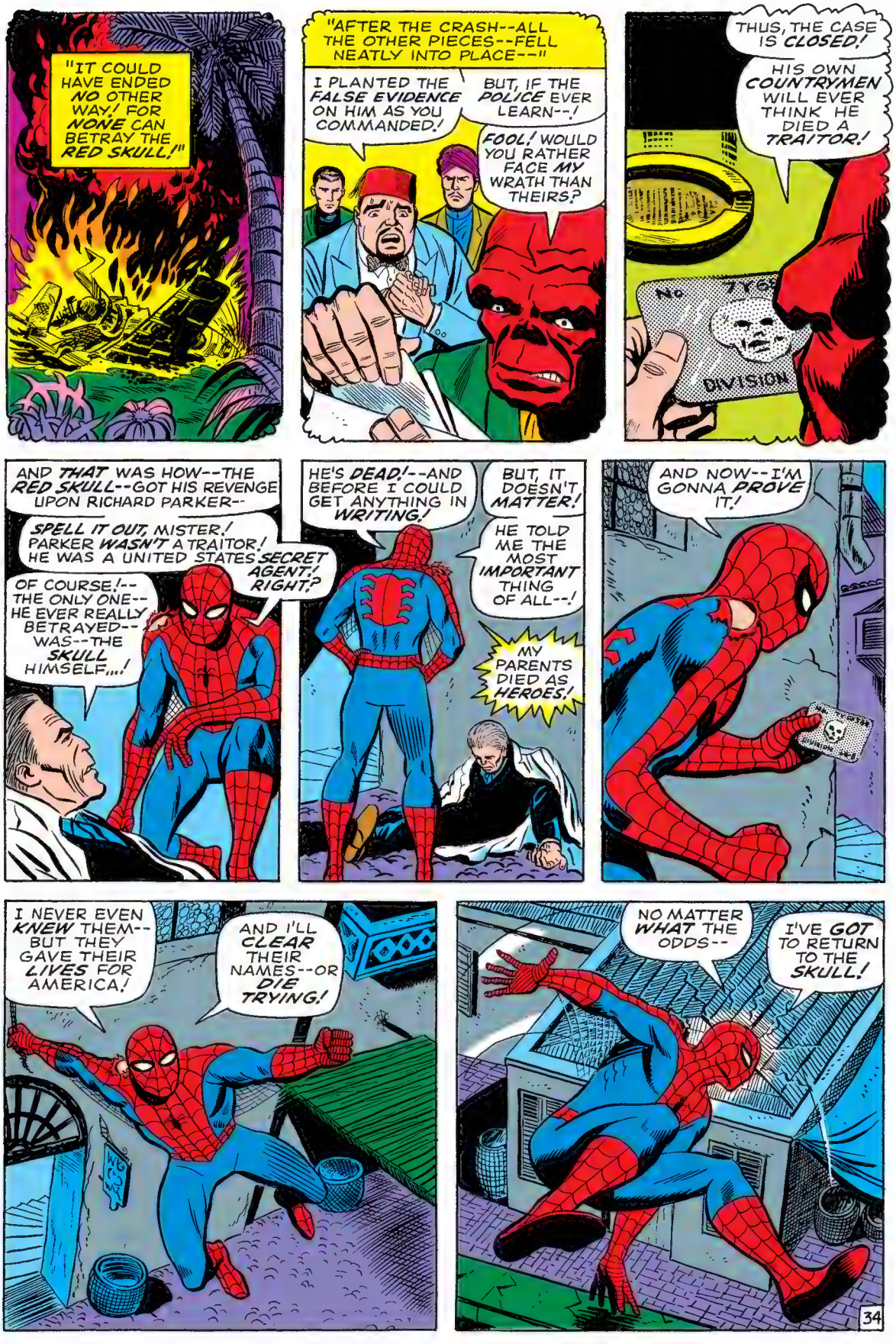
HE HAS BETRAYED ME! THEREFORE, NOT ONLY MUST HE DIE--BUT HE MUST BE--DISHONORED!
THE WORLD MUST ALWAYS THINK HE HAS TRULY BEEN A TRAITOR--TO HIS OWN COUNTRY!
I UNDERSTAND!
NOW WAIT HERE--WHILE I SEND FOR HIM!

PARKER, I HAVE SOME IMPORTANT PAPERS FOR YOU TO DELIVER FOR ME!
THEY MUST NOT FALL INTO AMERICAN HANDS!
YOU CAN COUNT ON ME, SKULL!
YES, I'M SURE I CAN!


"IF PARKER SUSPECTED THAT THE RED SKULL WAS WISE TO HIM--AND WAS SETTING A TRAP--HE GAVE NO SIGN--"
THE FINISHER WILL DRIVE YOU TO THE AIRPORT!
REMEMBER--THIS MISSION IS HIGHLY CRITICAL!
I KNOW MY JOB!
OF COURSE! OF COURSE YOU DO!

"HIS WIFE WENT EVERY-WHERE WITH HIM! EVEN THEN--ON WHAT WAS TO BE THEIR FINAL TRIP--!"
YOU WILL FIND A CHART, WITH YOUR DESTINATION CLEARLY INDICATED--INSIDE THE COCKPIT!
HE DARES NOT BACK OUT--WHILE I AM WATCHING!

"THOUGH I WAS NOT THERE TO SEE IT, I CAN IMAGINE HIS MOUNTING PANIC ONCE THE SHIP WAS AIRBORNE AND PARKER REALIZED--THE ENGINE HAD BEEN TAMPERED WITH!"
THE CONTROLS! THEY'RE NOT RESPONDING PROPERLY!
IT'S THE SKULL'S DOING!
HE'S LEARNED THE TRUTH ABOUT YOU, AT LAST!


"IT COULD HAVE ENDED NO OTHER WAY! FOR NONE CAN BETRAY THE RED SKULL!"
"AFTER THE CRASH--ALL THE OTHER PIECES--FELL NEATLY INTO PLACE--"
I PLANTED THE FALSE EVIDENCE ON HIM AS YOU COMMANDED!
BUT, IF THE POLICE EVER LEARN--!
FOOL! WOULD YOU RATHER FACE MY WRATH THAN THEIRS?
THUS, THE CASE IS CLOSED!
HIS OWN COUNTRYMEN WILL EVER THINK HE DIED A TRAITOR!
No. 7765
DIVISION
AND THAT WAS HOW--THE RED SKULL--GOT HIS REVENGE UPON RICHARD PARKER--
SPELL IT OUT, MISTER! PARKER WASN'T A TRAITOR! HE WAS A UNITED STATES SECRET AGENT! RIGHT?
OF COURSE!-- THE ONLY ONE-- HE EVER REALLY BETRAYED-- WAS--THE SKULL HIMSELF...!
HE'S DEAD!--AND BEFORE I COULD GET ANYTHING IN WRITING!
BUT, IT DOESN'T MATTER!
HE TOLD ME THE MOST IMPORTANT THING OF ALL--!
MY PARENTS DIED AS HEROES!
AND NOW--I'M GONNA PROVE IT!
I NEVER EVEN KNEW THEM-- BUT THEY GAVE THEIR LIVES FOR AMERICA!
AND I'LL CLEAR THEIR NAMES--OR DIE TRYING!
NO MATTER WHAT THE ODDS--
I'VE GOT TO RETURN TO THE SKULL!
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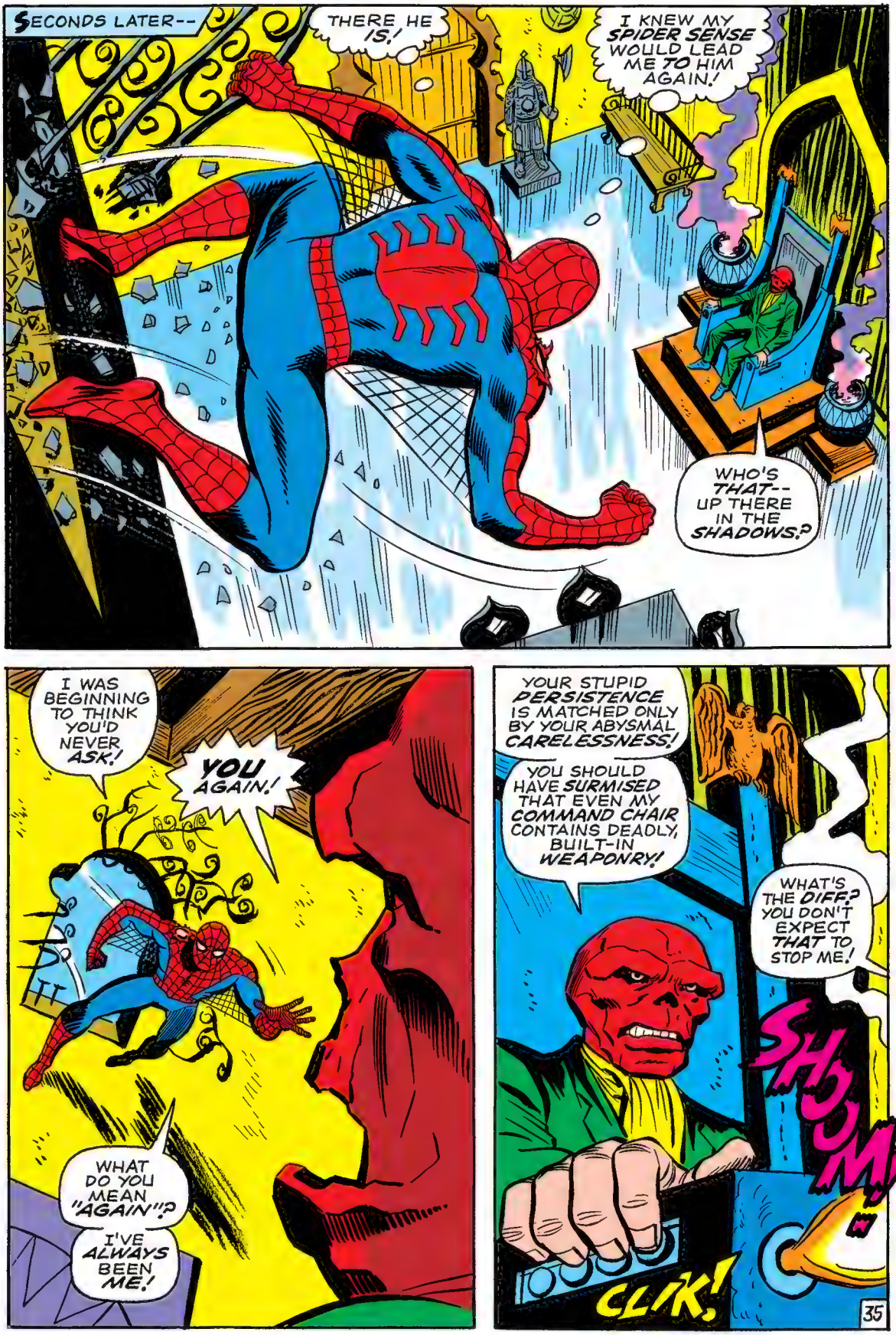
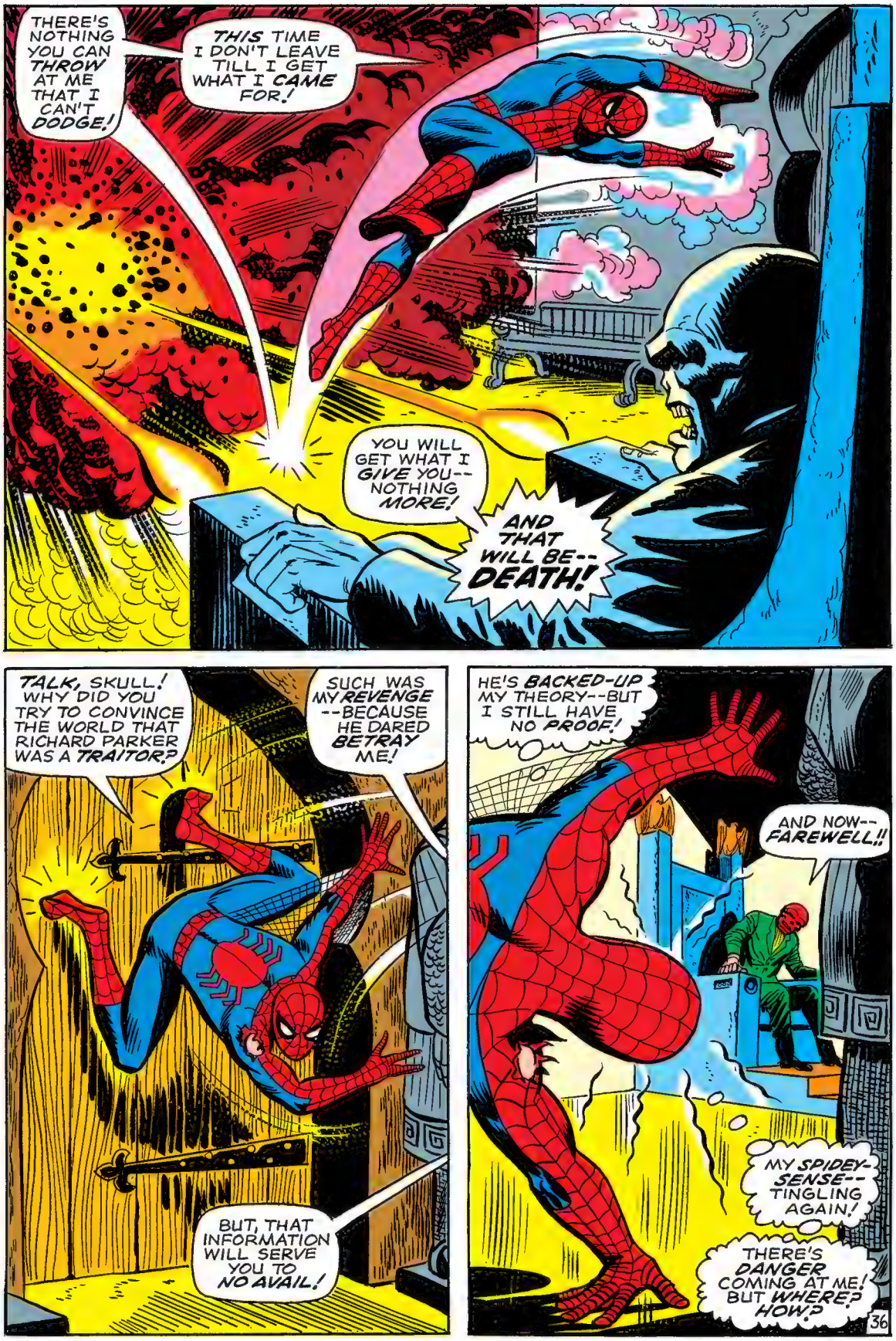
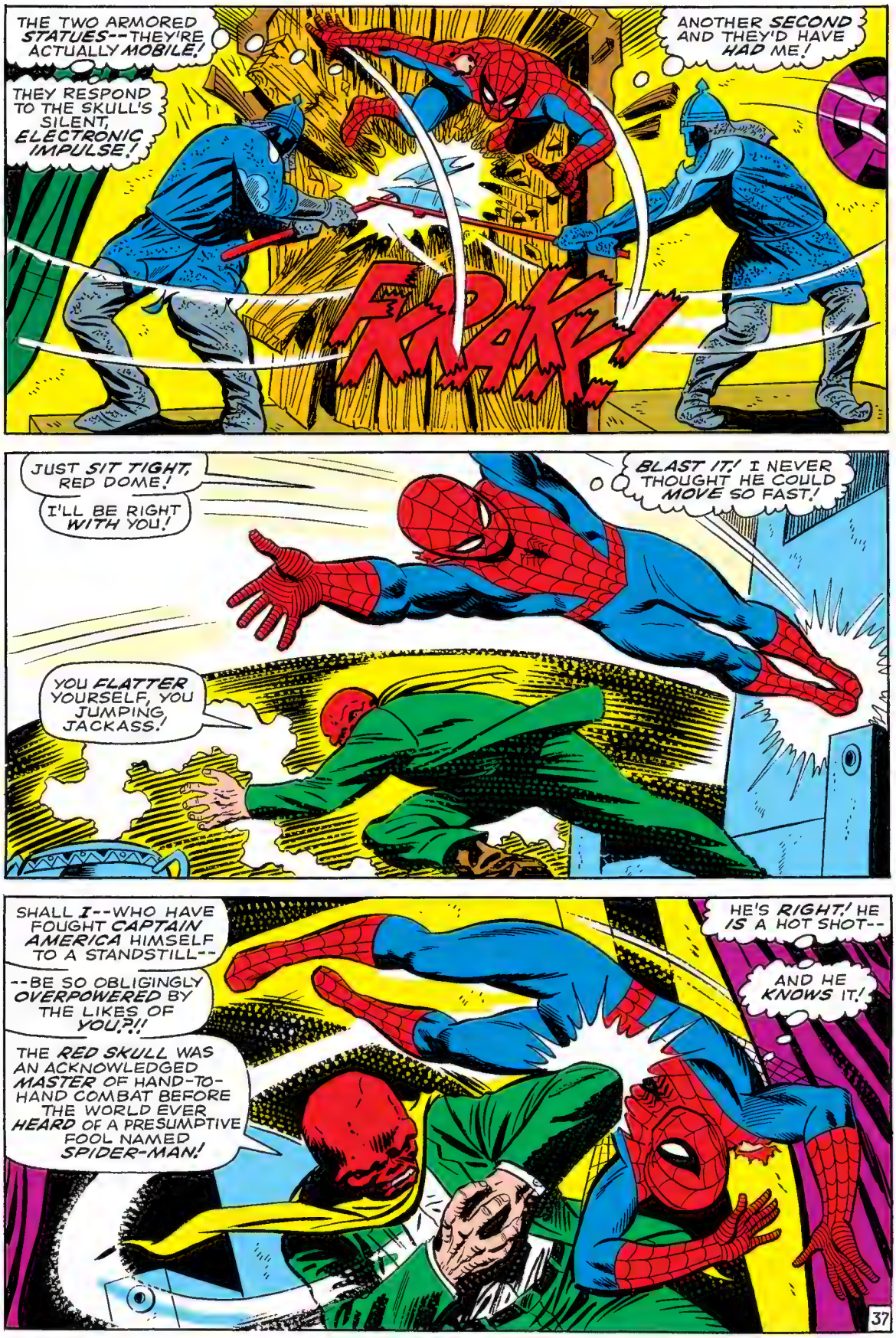
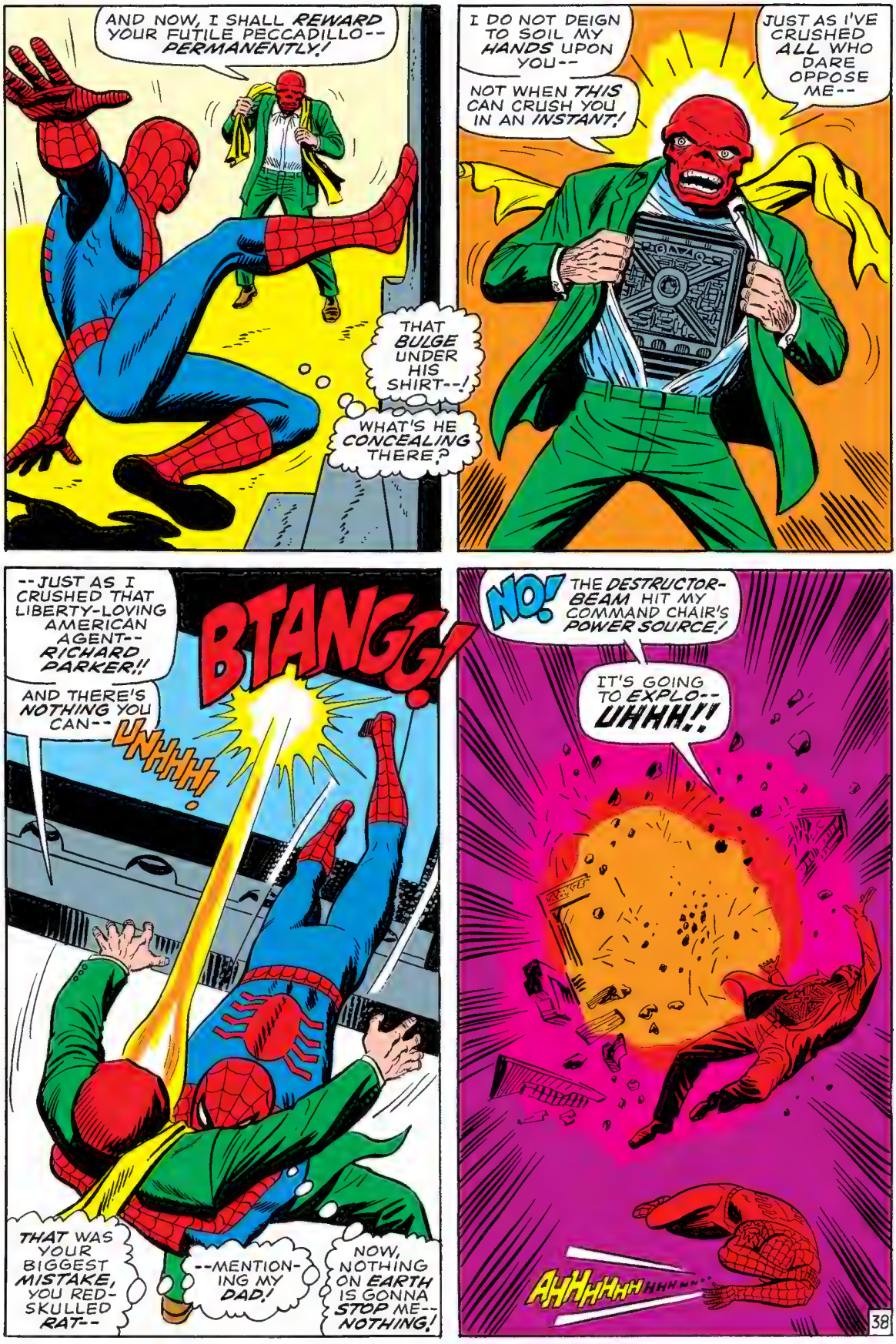

SECONDS LATER--
THERE HE IS!
I KNEW MY SPIDER SENSE WOULD LEAD ME TO HIM AGAIN!
WHO'S THAT-- UP THERE IN THE SHADOWS?
I WAS BEGINNING TO THINK YOU'D NEVER ASK!
YOU AGAIN!
WHAT DO YOU MEAN "AGAIN"?
I'VE ALWAYS BEEN ME!
YOUR STUPID PERSISTENCE IS MATCHED ONLY BY YOUR ABYSMAL CARELESSNESS!
YOU SHOULD HAVE SURMISED THAT EVEN MY COMMAND CHAIR CONTAINS DEADLY, BUILT-IN WEAPONRY!
WHAT'S THE DIFF? YOU DON'T EXPECT THAT TO STOP ME!
SHUM!
CLIK!


THERE'S NOTHING YOU CAN THROW AT ME THAT I CAN'T DODGE!
THIS TIME I DON'T LEAVE TILL I GET WHAT I CAME FOR!
YOU WILL GET WHAT I GIVE YOU-- NOTHING MORE!
AND THAT WILL BE-- DEATH!
TALK, SKULL! WHY DID YOU TRY TO CONVINCE THE WORLD THAT RICHARD PARKER WAS A TRAITOR?
SUCH WAS MY REVENGE --BECAUSE HE DARED BETRAY ME!
BUT, THAT INFORMATION WILL SERVE YOU TO NO AVAIL!
HE'S BACKED-UP MY THEORY--BUT I STILL HAVE NO PROOF!
AND NOW-- FAREWELL!!
MY SPIDEY-SENSE-- TINGLING AGAIN!
THERE'S DANGER COMING AT ME! BUT WHERE? HOW?


THE TWO ARMORED STATUES--THEY'RE ACTUALLY MOBILE!
THEY RESPOND TO THE SKULL'S SILENT, ELECTRONIC IMPULSE!
ANOTHER SECOND AND THEY'D HAVE HAD ME!
FRAAK!
JUST SIT TIGHT, RED DOME!
I'LL BE RIGHT WITH YOU!
BLAST IT! I NEVER THOUGHT HE COULD MOVE SO FAST!
YOU FLATTER YOURSELF, YOU JUMPING JACKASS!
SHALL I--WHO HAVE FOUGHT CAPTAIN AMERICA HIMSELF TO A STANDSTILL--
--BE SO OBLIGINGLY OVERPOWERED BY THE LIKES OF YOU?!!
THE RED SKULL WAS AN ACKNOWLEDGED MASTER OF HAND-TO-HAND COMBAT BEFORE THE WORLD EVER HEARD OF A PRESUMPTIVE FOOL NAMED SPIDER-MAN!
HE'S RIGHT! HE IS A HOT SHOT--
AND HE KNOWS IT!


AND NOW, I SHALL REWARD YOUR FUTILE PECCADILLO-- PERMANENTLY!
THAT BULGE UNDER HIS SHIRT--!
WHAT'S HE CONCEALING THERE?
I DO NOT DEIGN TO SOIL MY HANDS UPON YOU--
NOT WHEN THIS CAN CRUSH YOU IN AN INSTANT!
JUST AS I'VE CRUSHED ALL WHO DARE OPPOSE ME--
--JUST AS I CRUSHED THAT LIBERTY-LOVING AMERICAN AGENT-- RICHARD PARKER!!
AND THERE'S NOTHING YOU CAN--
BTANG!
UNHHH!
THAT WAS YOUR BIGGEST MISTAKE, YOU RED-SKULLED RAT--
--MENTIONING MY DAD!
NOW, NOTHING ON EARTH IS GONNA STOP ME-- NOTHING!
NO!
THE DESTRUCTOR-BEAM HIT MY COMMAND CHAIR'S POWER SOURCE!
IT'S GOING TO EXPLO-- UHHH!!
AHHHHHHHHHHHH..
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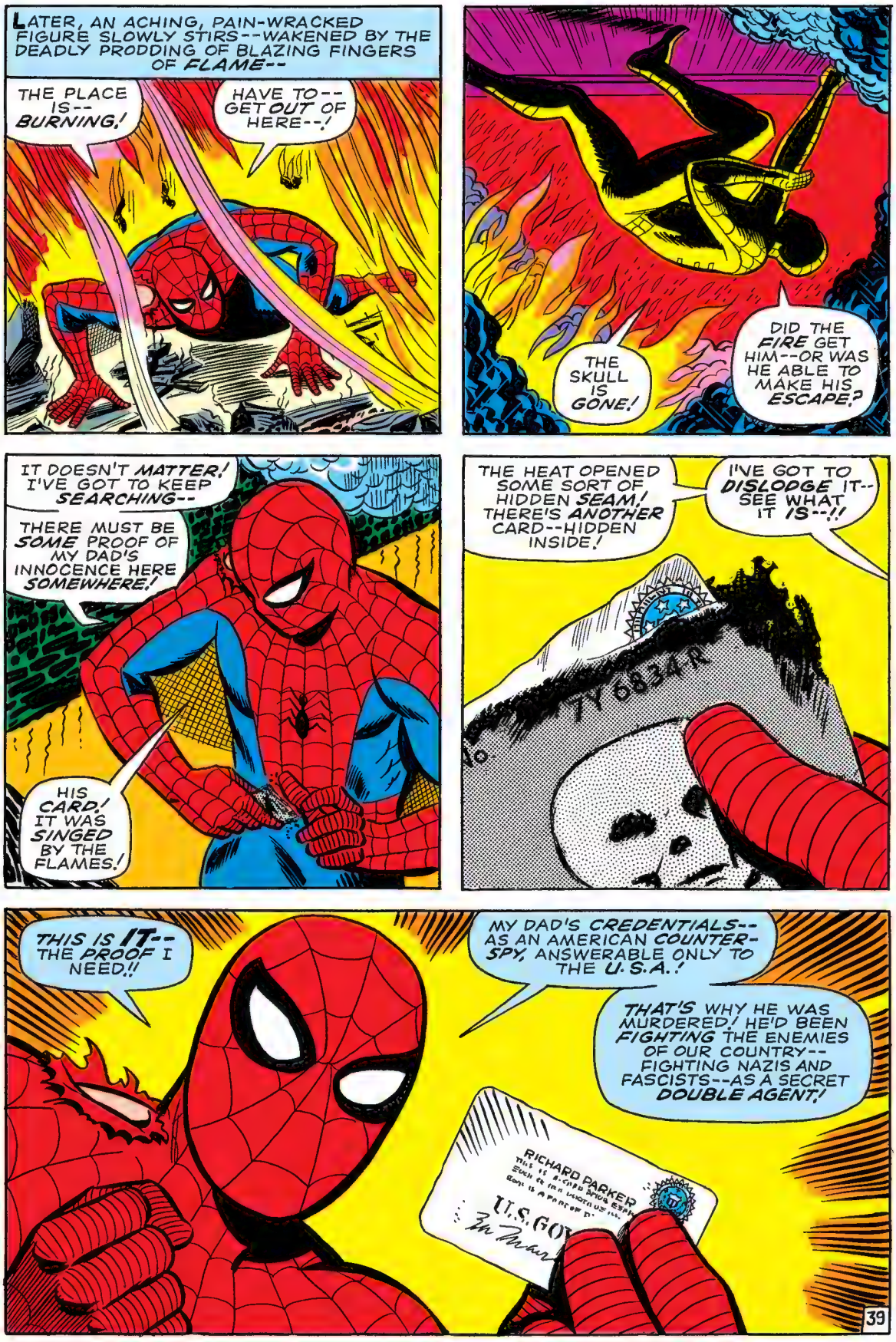

LATER, AN ACHING, PAIN-WRACKED FIGURE SLOWLY STIRS--WAKENED BY THE DEADLY PRODDING OF BLAZING FINGERS OF FLAME--
THE PLACE IS-- BURNING!
HAVE TO-- GET OUT OF HERE--!
THE SKULL IS GONE!
DID THE FIRE GET HIM--OR WAS HE ABLE TO MAKE HIS ESCAPE?
IT DOESN'T MATTER! I'VE GOT TO KEEP SEARCHING--
THERE MUST BE SOME PROOF OF MY DAD'S INNOCENCE HERE SOMEWHERE!
HIS CARD! IT WAS SINGED BY THE FLAMES!
THE HEAT OPENED SOME SORT OF HIDDEN SEAM! THERE'S ANOTHER CARD--HIDDEN INSIDE!
I'VE GOT TO DISLODGE IT-- SEE WHAT IT IS--!!
THIS IS IT-- THE PROOF I NEED!!
MY DAD'S CREDENTIALS-- AS AN AMERICAN COUNTER-SPY, ANSWERABLE ONLY TO THE U.S.A.!
THAT'S WHY HE WAS MURDERED! HE'D BEEN FIGHTING THE ENEMIES OF OUR COUNTRY-- FIGHTING NAZIS AND FASCISTS--AS A SECRET DOUBLE AGENT!
RICHARD PARKER

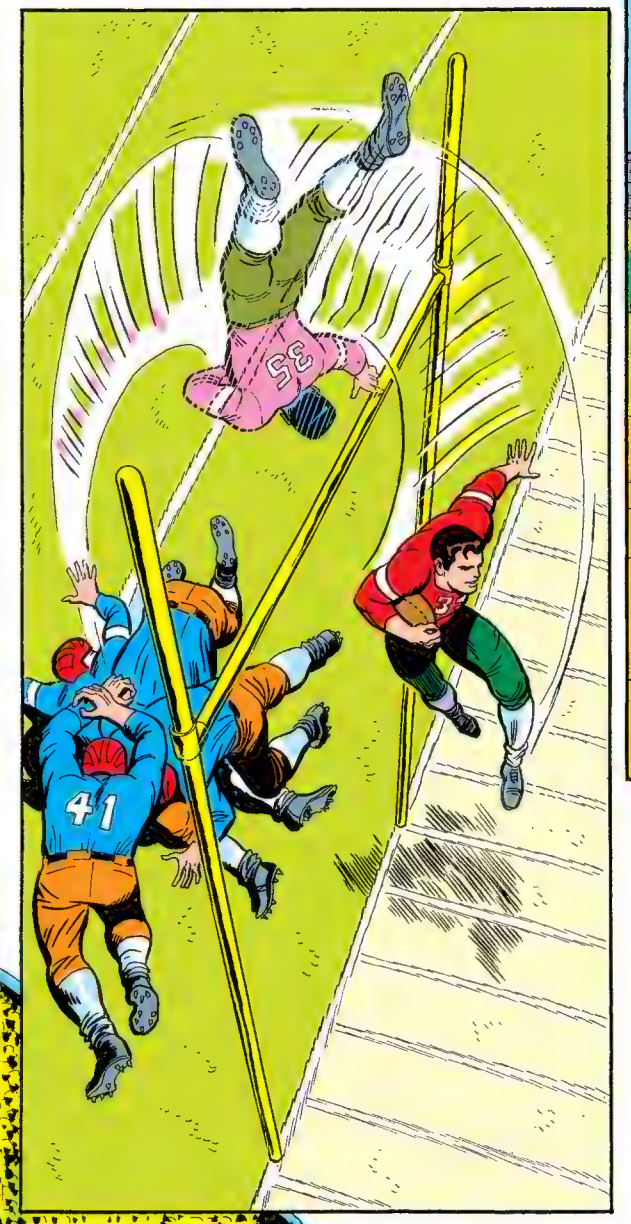
AFTER ALL THESE YEARS--AFTER ALL THE HEARTBREAK, AND SHAME--I'VE *REDEEMED HIS HONOR*--I'VE *CLEARED HIS NAME!*
NEVER AGAIN WILL I BEMOAN MY *SECRET IDENTITY*--OR TOY WITH THE THOUGHT OF *GIVING IT UP!*
I'VE FINALLY *VINDICATED* THE FATHER--AND THE MOTHER--WHOM I'VE NEVER KNOWN! AND, NO ONE BUT *SPIDER-MAN* COULD HAVE DONE IT!
AND SO, THE QUEST IS ENDED--THE PRIZE IS WON! THE LONG-DEAD PAST HAS YIELDED ITS HALF-FORGOTTEN SECRET TO A YOUTH WHO WOULDN'T SURRENDER--WHO WOULDN'T LOSE HIS FAITH! THE ROAD HAS BEEN LONG, AND THE BATTLE BITTER--BUT NOW, IN THIS ONE BRIEF MOMENT OF ETERNITY--THE POUNDING HEART OF PETER PARKER IS FLUSHED WITH *VICTORY*--IS FILLED WITH *PRIDE*--SUCH AS FEW MEN BEFORE HIM HAVE EVER KNOWN!
THE END

a DAY at the DAILY BUGLE
A SPECIAL SPIDEY PIN-UP
--OR, WHAT WOULD YOU DO IF YOU HAD AN EXTRA PAGE TO FILL UP AND NOTHING TO PUT ON IT?
WHERE'S PARKER?
DON'T YOU REMEMBER?
YOU JUST FIRED HIM!
--FOR THE THOUSANDTH TIME!

PETER PARKER, THE SUPER SPORTS STAR!

IMAGINE AN *ATHLETE* WHO HAS THE POWER OF *SPIDER-MAN!*

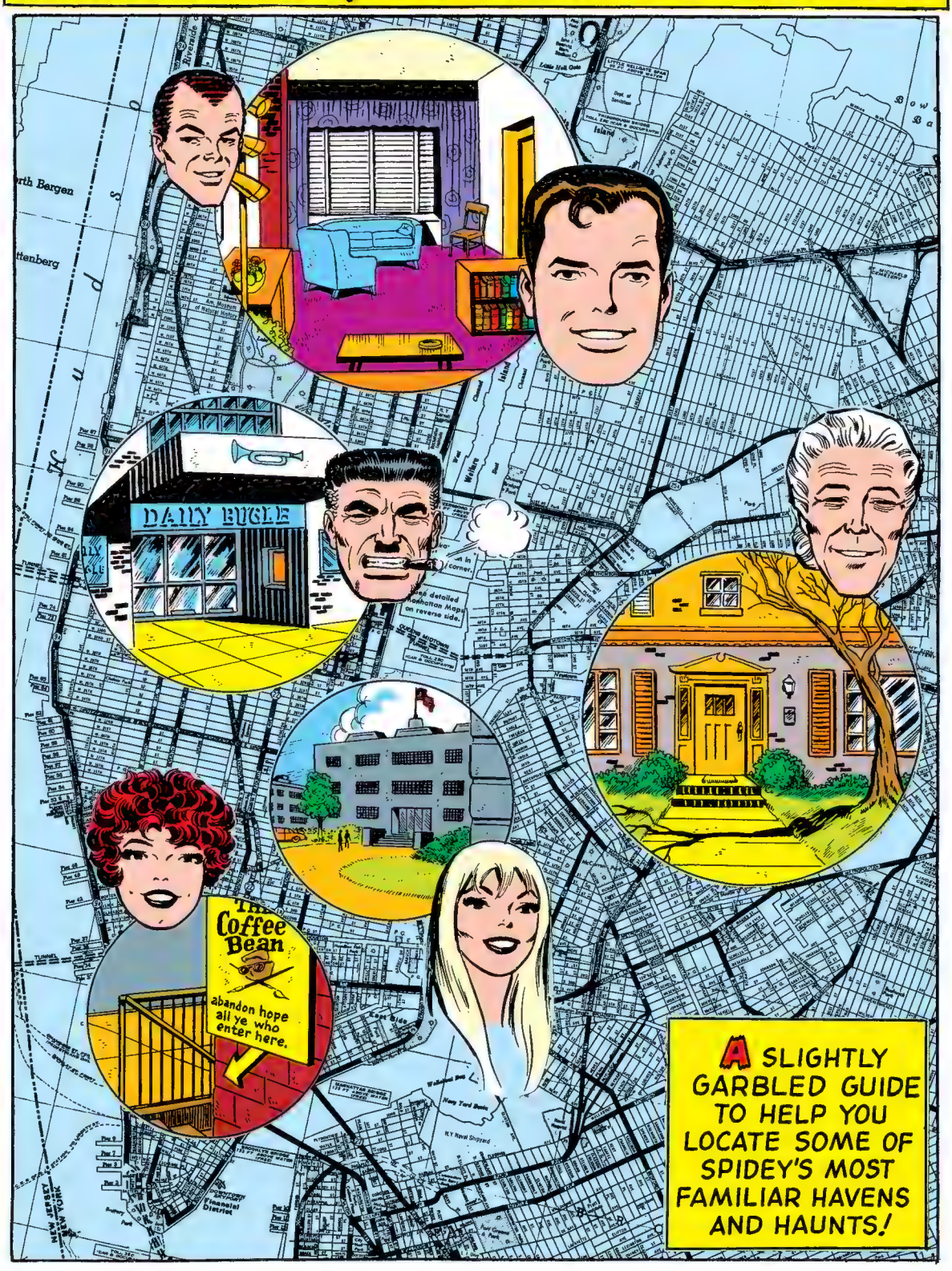
EVER WONDER WHAT A REAL SUPERHERO DREAMS OF WHEN HE DAYDREAMS? WELL, WE'RE NOT SURE, BUT IF ***WE*** WERE MR. PARKER, WE'D GET A CHARGE OUT OF PICTURING OURSELVES IN THE WORLD OF SPORT!



...AND, CAN YOU JUST PICTURE OL' PETE IN THE ***HUNDRED-YARD DASH***--A ***SWIMMING MEET***--OR A ***WEIGHT-LIFTING*** CONTEST?!!

SEE? EVEN THE ***BULL-PEN*** CAN DAYDREAM!

WHERE IT'S AT!



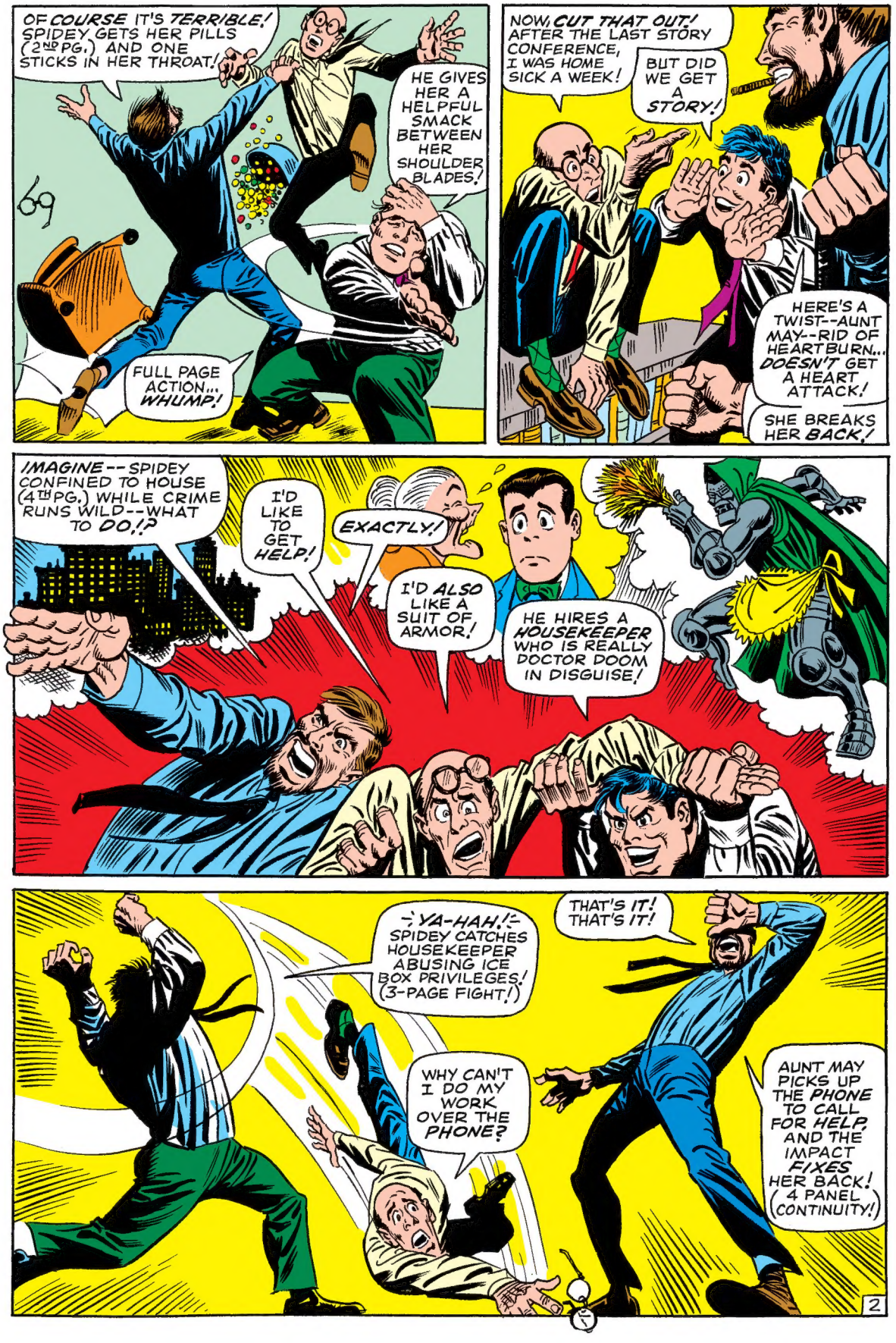
A SLIGHTLY GARBLED GUIDE TO HELP YOU LOCATE SOME OF SPIDEY'S MOST FAMILIAR HAVENS AND HAUNTS!

THIS IS SPIDEY AS WE KNOW HIM

BUT...

--WHAT IF HE WERE DRAWN BY *OTHER* ARTISTS, FOR *OTHER* PUBLICATIONS? IMAGINE IF HE LOOKED LIKE *THESE*--!

YOU MUST HAVE WONDERED...HOW WE CREATE ALL THE STORIES AND ART FOR THE AMAZING SPIDER-MAN...HERE IS A TYPICAL HONEST-AND-TRUE SITUATION FROM WHICH HIS ADVENTURES EVOLVE...
HERE WE GO-A-PLOTTING!
NOTHING HAS HAPPENED FOR 3½ MINUTES!* WITH GROWING CONCERN, THE CREATORS WAIT FOR INSPIRATION...
GOOD OL' SMILEY
LARRUPIN' LARRY
JAZZY JOHNNY
SOUR BALLS
BULLPEN PROGRESS REPORT - CONTRIBUTIONS
NO CREDITS FOR THIS ONE 'CAUSE NOBODY WILL TAKE THE BLAME!
*THE RECORD FOR NOTHING HAPPENING WAS 4.003 MINUTES IN 1965--WHEN STAN THE MAN WAS TRANSFIXED (DURING A STORY CONFERENCE FOR THE MIGHTY THOR) BY THE APPARENT POWERS OF LEVITATION OF J. KIRBY (WHO HAD SAT UPON MR. LEE'S CIGAR!).
I GOT IT!
I KNEW I'D GET IT... I LOVE GREEN SOUR-BALLS, BUT THEY ALWAYS GIVE ME HEARTBURN!
THAT'S IT!! BRILLIANT! WHAT A GREAT EVERYDAY HUMAN EXPERIENCE! (FIRST PAGE) AUNT MAY HAS HEART-BURN! SPIDEY MUST GET HER GREEN PILLS!
OH--THIS IS TERRIBLE!
WHAT'S TERRIBLE?!!
NOW I GOT A SOUR BALL STUCK IN MY THROAT!
1


OF COURSE IT'S TERRIBLE! SPIDEY GETS HER PILLS (2ND PG.) AND ONE STICKS IN HER THROAT!
HE GIVES HER A HELPFUL SMACK BETWEEN HER SHOULDER BLADES!
69
FULL PAGE ACTION... WHUMP!
NOW, CUT THAT OUT! AFTER THE LAST STORY CONFERENCE, I WAS HOME SICK A WEEK!
BUT DID WE GET A STORY!
HERE'S A TWIST--AUNT MAY--RID OF HEARTBURN... DOESN'T GET A HEART ATTACK!
SHE BREAKS HER BACK!
IMAGINE--SPIDEY CONFINED TO HOUSE (4TH PG.) WHILE CRIME RUNS WILD--WHAT TO DO!?
I'D LIKE TO GET HELP!
EXACTLY!
I'D ALSO LIKE A SUIT OF ARMOR!
HE HIRES A HOUSEKEEPER WHO IS REALLY DOCTOR DOOM IN DISGUISE!
-:YA-HAH!:- SPIDEY CATCHES HOUSEKEEPER ABUSING ICE BOX PRIVILEGES! (3-PAGE FIGHT!)
THAT'S IT! THAT'S IT!
WHY CAN'T I DO MY WORK OVER THE PHONE?
AUNT MAY PICKS UP THE PHONE TO CALL FOR HELP, AND THE IMPACT FIXES HER BACK! (4 PANEL CONTINUITY!)
2

THAT DOES IT! I QUIT!
PERFECT! SPIDEY WON'T LET DOOM QUIT!
EVERYONE AROUND HERE IS NUTS!
THAT'S THE ANSWER!
DOOM TRAPS SPIDEY WITH AN ATOM BOMB-- HIDDEN IN A CASHEW NUT!
WHY DIDN'T I THINK OF THAT?
OH, THE AWESOME ANGUISH OF IT ALL!
MAYBE--IF I PLAY MY CARDS RIGHT--I'LL GET TRANSFERRED TO MILLIE THE MODEL!
WE DID IT AGAIN-- SPIDEY'S IN A JAM HE'LL NEVER GET OUT OF!
AND HOW'S THIS FOR A TWIST--? NEXT ISH-- KARATE LESSONS FOR AUNT MAY!
GO--CARRY THE MARVEL BANNER HIGH!
BUT, WHAT'LL HAPPEN TO SPIDEY?
HE CAN CARRY HIS OWN BANNER!
GOOD MORNING, STAN! HERE'S THE LATEST AVENGERS STORY-- GREAT PLOT...
Roy Thomas
THE AVENGERS HIRE A HOUSE-KEEPER WHO IS REALLY DOC DOOM IN DISGUISE AND HE CAUSES ALL KINDS OF TROUBLE!
EAT--EAT--WE'RE NOT MOVING FROM THIS OFFICE TILL WE COME UP WITH ANOTHER PLOT!
AWW-- HANG LOOSE!
SHEEESH!
EXCELSIOR

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